

No. of Company

990443

BMP/ 523

Form No. 41

## THE COMPANIES ACT, 1948

DECLARATION of Compliance with the requirements of the Companies Act, 1948, on Application for Registration of a Company.

Pursuant to Section 15(2).

Name of Company

ARBORITE MERCHANTS

Limited.

I, THOMAS ARTHUR HERBERT,

14

of 133, MOORGATE, LONDON, E.C.2

do solemnly and sincerely

declare that I am (a) a person named in the Articles of Association as a (b)

ARBORITE MERCHANTS

of

Limited.

And that all the requirements of the Companies Act, 1948, in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with, And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1835.

Declared at 7, NEW SQUARE,

LINCOLN'S INN, LONDON, W.C.2

the 21st day of September 1970

before me.

*R. Blackford*

(c) A Commissioner for Oaths.

- (a) "A Solicitor of the Supreme Court" (or in Scotland "a Solicitor") engaged in the formation, or "A person named in the Articles of Association as a Director or Secretary."  
(b) Put "Director" or alternatively put "Secretary." Do not put both "Director and Secretary."  
(c) or Notary Public or Justice of the Peace.

Presented by

BUSINESS ECONOMY PRODUCTS LIMITED

133 MOORGATE, LONDON E.C.2. Tel:- 01-628-8821/2/3.

24 CASTLE STREET, EDINBURGH, 2. Tel:- 031-225-1167/8

No. of Company 990443/2 *RMC / 523*

Form No. 25

THE STAMP ACT, 1891  
AND  
THE FINANCE ACT, 1933



ARBORITE MERCHANTS LIMITED

STATEMENT of the Nominal Capital made pursuant to Section 112 of the Stamp Act, 1891.  
Note.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100  
—Section 41, Finance Act, 1933).

This Statement is to be filed with the Memorandum of Association, or other Document,  
when the Company is registered.

The NOMINAL CAPITAL of

ARBORITE MERCHANTS

Limited

£100, divided into 100 shares of £1 each.

Signature

*J.P. O'Sullivan*

State whether Director or Secretary

Date 21 September 1970

Presented by

BURKES BOOKS & PRODUCTS LTD  
COMPANY SECRETARIES AGENTS  
130, MOORATE, E.C.2.  
01-68-8821/2/3

21 SEP 1970

OFFICE

The Companies Act, 1948

SEP 21 1970 0040 • 01 020 00

COMPANY LIMITED BY SHARES

Memorandum of Association

OF 990443/3

ARBORITE MERCHANTS LIMITED

24 SEP 1970

21 SEP 1970

1. The name of the Company is:- "ARBORITE MERCHANTS LIMITED".
2. The Registered Office of the Company will be situate in England.
3. The Objects for which the Company is established are:-
  - (a) To carry on the business or businesses of general merchants, exporters, importers, manufacturers, manufacturers' agents, factors, brokers, bankers and dealers, both wholesale and retail, in all articles of commercial, manufacturing, personal and household use and consumption, ornament, recreation and amusement, proprietors of shops, warehouses, workshops and factories of all kinds, and hotels, restaurants, cafes, wine and spirit merchants, licensed victuallers; managers of and in property of all kinds including houses, flats, rooms, whether furnished or unfurnished, and to let the same to tenants on lease or otherwise, with or without service; insurance agents and insurance brokers in all their branches; builders, contractors, painters, decorators, carpenters, joiners, public works contractors, constructional, civil, precision, mechanical, sanitary, hydraulic, heating, electrical, electronic, ventilating, aeronautical and general engineers in all their branches; and in raw materials generally, manufactured goods, materials, butchers, grocery, greengrocers, provisions and general produce, live and dead stock, game and poultry, fish, sweets and confectionery, and all other articles of food, florists, farmers and horticulturists generally; and to carry on the business of storage contractors, wharfingers, travel agents and booking agents in all their branches; aeroplane and ship owners, operators, charterers, shipping and forwarding agents; motor garage proprietors, motor engineers and dealers in all their branches; textile piece goods, and articles manufactured from textile fabrics, plastics and the like in all their branches; furriers, hide and skin merchants and leather and fancy goods manufacturers, importers, exporters and dealers in all their branches; opticians, manufacturers of and wholesale and retail dealers in lenses and scientific and surgical instruments and apparatus of all kinds including cameras, photographic, film and other apparatus, film producers' agents and distributors in all their branches; chemists, cosmetics and the like and to carry on any other trade or business (manufacturing or otherwise) which may, in the opinion of the Company, be conveniently carried on in connection with all or any of the above businesses, or may be calculated, either directly or indirectly, to enhance the value of any of the Company's property or assets or the general business of the Company; and to carry on all or any of the said businesses either together as one business or as separate and distinct businesses in any part of the world, whether as principals, trustees, manufacturers, wholesalers or retailers, agents or otherwise.
  - (b) To carry on the business of exporters, importers, manufacturers of and wholesale and retail dealers in any goods, materials or things connected with all or any businesses carried on by the Company at any time, and to clean, grow, sell, buy, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, tools, substances, materials and things necessary or convenient for carrying on any such businesses whether as principals, agents, trustees, manufacturers, mail order specialists, advertising agents and contractors, hire purchase financiers or otherwise in all their branches.

ARBORITE MERCHANTS LTD.  
SOLE AGENTS  
130, ROBINSON ROAD, SINGAPORE  
01-22717/3

- (c) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
- (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.
- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.
- (g) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.

- (i) To lend money on security of
- (j) To guarantee bonds, mortgages, debentures, notes, contracts to give or enter into or any person or similar obligations
- (k) To borrow money, think fit, debenture property, capital, and
- (l) To draw, make promissory and other
- (m) To purchase shares, stocks, debentures or other securities of any company
- (n) To remunerate or to be remunerated for the shares, debentures or other securities of the company or its business
- (o) To pay out expenses of the Company including
- (p) To promote companies for rights and powers which advance the
- (q) To establish part of fund directors, dependants and allowances
- (r) To distribute the moneys



- (1) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, monies or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds or trusts calculated to benefit directors or ex-directors, employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances to any such persons.
- (r) To distribute any property of the Company in specie among the members.

4.

(s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £100 divided into 100 shares of £1 each, with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers	Number of Shares taken by each Subscriber
<i>Jean Herbert</i> JEAN HERBERT, 133 Moorgate, LONDON, E.C.2.  Company Director.	ONE
<i>Thos. A. Herbert</i>  THOMAS ARTHUR HERBERT, LL.B., 133 Moorgate, LONDON, E.C.2.  Barrister-at-Law.	ONE

3<sup>rd</sup> August 1970  
DATED the 1<sup>st</sup> day of September, 1969.

WITNESS to the above signatures:-

Christine Freda Herbert,  
133 Moorgate,  
LONDON, E.C.2.

Company Director.

1. The First herein save is to and 75 and in A, the

2. The 2, 3, Company

3. The shall and di persons fit, su

4. No of a de adminis brother Member.

5. The shall a register liability register joint ha

6. Eve ply with Act, 19

990413 | 4

The Companies Act, 1948 and 1967

COMPANY LIMITED BY SHARES

Articles of Association

OF

ARBORITE MERCHANTS LIMITED

PRELIMINARY

1. The regulations contained in Part I of Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, the Clauses in Part I of Table A numbered 24, 33 and 75 shall not apply to this Company; but in lieu thereof, and in addition to the remaining Clauses in Part I of Table A, the following shall be the regulations of the Company.

2. The Company is a Private Company and accordingly Clauses 2, 3, 4, 5 and 6 in Part II of Table A shall apply to the Company.

SHARES

3. The Shares in the initial and any increased capital shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit, subject to Clause 4 hereof.

TRANSFER OF DECEASED MEMBERS SHARES TO ISSUE

4. Notwithstanding anything in Clause 3 hereof any share of a deceased Member may be transferred by his executors or administrators to any son, daughter, widow or widower, brother, sister, nephew, niece or cousin of such deceased Member.

LIEN

5. The lien conferred by Clause II in Part I of Table A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

GENERAL MEETING

6. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard

to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

7. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

#### DIRECTORS

8. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

9. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meetings of Directors, and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

10. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omitted therefrom.

11. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

#### WINDING UP

12. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively: Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if any) issued upon special conditions.

13. The fil  
writing by

14. The fil  
Herbert.

JEAN HERBERT  
133 Moorgate  
LONDON, E.C. 4

Company D

THOMAS ARTHUR  
133 Moorgate  
LONDON, E.C. 4

Barrister-at-Law

DATED the 2nd

Witness to

CHRISTOPHER  
133 Moorgate  
LONDON, E.C. 4

Company D

RMC/523

7.

FIRST DIRECTORS

13. The first Directors of the Company shall be determined in writing by the Subscribers of the Memorandum of Association.

FIRST SECRETARY

14. The first Secretary of the Company shall be Thomas Arthur Herbert.

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NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS

---

*jean Herbert*  
JEAN HERBERT,  
133 Moorgate,  
LONDON, E.C.2.

Company Director *Thos A. Herbert*

THOMAS ARTHUR HERBERT, LL.B.,  
133 Moorgate,  
LONDON, E.C.2.

Barrister-at-Law.

*31<sup>st</sup> August*  
DATED the ~~1st~~ day of September, 1969 *1969*

Witness to the above signatures:-

*C. Y. Herbert*  
Christine Freda Herbert,  
133 Moorgate,  
LONDON, E.C.2.

Company Director.



## CERTIFICATE OF INCORPORATION

No. **990443**

I hereby certify that

**ARBORITE MERCHANTS LIMITED**

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the **29TH SEPTEMBER, 1970.**

  
( F. L. KNIGHT )  
Assistant Registrar of Companies

Number of  
Company

990443

# THE COMPANIES ACTS 1948 TO 1967

RETURN OF ALLOTMENTS from the (a) made the 7th  
of October 1970 to the  
at 1970 of

Insert here  
Name of  
Company { ARBORITE MERCHANTS  
LIMITED  
Pursuant to section 52 (1) of the Companies Act 1948.

(b) Number of the

Number of the

Nominal Amount of the

Nominal Amount of the

Amount paid or due and payable on each such

Amount paid or due and payable on each such

Number of

other than cash..

Nominal Amount of the

Amount to be treated as paid on each such

Shares allotted payable in cash 99

Shares allotted payable in cash

Shares so allotted £ 4-18-0

Shares so allotted £

Share 1/-

Share

Shares allotted for a consideration

Shares so allotted £

Share

The consideration for which such Shares have been allotted is as follows:—

(a) 1. When a return includes several Allotments made on different dates, the dates of only the first and the last of such Allotments should be entered at the top of the front page, and the registration of the return should be effected within one month of the first date.

2. When a return relates to one Allotment only, made on one particular date, that date only should be inserted, and the spaces for the second date struck out and the word "made" substituted for the word "from" after the word "Allotments".

(b) Distinguish between Preference, Ordinary, Redeemable Preference, etc.

Presented by

Taylor & Humbert

2 Raymond Buildings

Gray's Inn, London W.C.1

Presentor's Reference RL/PRMB

Form No. 45

(No filing fee payable)

The Solicitors' Law Stationery Society, Limited  
91-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 15 Hanover Street W1R 9HG;  
55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA; 19 & 21 North John Street,  
Liverpool L2 5RF; 28-30 John Dalton Street, Manchester M3 6HR; and 14-22 Renfrew Court, Glasgow, G.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

Companies 6J

F15-1.21-1-70

[P.T.O.]

# NAMES, DESCRIPTIONS AND ADDRESSES OF THE ALLOTTEES

Name and Description	Address	Number of Shares allotted		
		Preference	Ordinary	Other kinds
Colonel Alan Brooke  Pemberton	5 Falcon House,  202 Old Brompton  Road, London  S.W.5.		9998	
Total			9998	

Note.—This margin is reserved for binding, and must not be written across

Signature.....

*A. Pemberton*

(State whether Director or Secretary).

*Director*



No. 990443 ✓

THE COMPANIES ACTS 1948 to 1967  
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS  
of  
ARBORITE MERCHANTS LIMITED

passed 7th October 1970

At an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at 14 Great Smith Street London S.W.1. on 7th October 1970 the following Resolutions were duly passed as SPECIAL RESOLUTIONS:-

SPECIAL RESOLUTIONS

1. "That the name of the Company be changed to Diversified Corporate Services Limited".
2. "That the provisions of the Memorandum of Association of the Company with respect to its objects be altered by deleting sub-clauses (a) and (b) of Clause 3 and by substituting the following new sub-clauses:-
  - (a) To carry on business as general defensive security agents consultants and advisers and general investigators
  - (b) To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally".

*Ad. Pennington*

Chairman





**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 990443



I hereby certify that

**ARBORITE MERCHANTS LIMITED**

having by special resolution and with the approval of the Board of Trade changed its  
name, is now incorporated under the name of

**DIVERSIFIED CORPORATE SERVICES LIMITED**

Given under my hand at London the **19TH OCTOBER, 1970.**

   
( F. L. KNIGHT )

*Assistant Registrar of Companies*



RM0/523

Form No. 4

No. of Company 990443

# THE COMPANIES ACT, 1948

## Notice of Situation of Registered Office or of any change therein.

Pursuant to Section 107

A 5/-  
Companies  
Registration  
Fee Stamp  
must be  
impressed  
here

TO THE REGISTRAR OF COMPANIES

Name of  
Company

ARBORITE MERCHANTS Limited

hereby gives you notice, in accordance with Section 107 of the Companies

Act, 1948, that the Registered Office of the Company is situated at

156 Strand, London W.C.2. 14 Great Smith Street, S.W.1.

(Signature)

Thos. A. Herbert

Dated the 5th October, 1970.

NOTE.—This notice must be forwarded to the Registrar of Companies within 14 days after the date of the incorporation of the Company or of the change as the case may be.

Represented by

BUSINESS ECONOMY PRODUCTS LTD.  
COMPANY REGISTRATION AGENTS  
133, MOORGATE, E.C.2.  
01-628-8321/2/3

Secretary

No. of Company ..990443/9.....

RMC/523

Form No. 45  
(No registration  
fee payable)

## THE COMPANIES ACTS 1948 TO 1967

### Return of allotments

Pursuant to Section 52(1) of the Companies Act 1948

Name of Company .....ARBORITE MERCHANTS..... Limited ✓

Return of allotments

\*\* [~~from the~~ ..... 19..... to the ..... 19.....]

\*\* [made on the 5th day October or ..... 1970.]

Shares allotted payable in cash

Number of the Ordinary \*shares payable in cash ..... 2.....

Nominal amount of the Ordinary \*shares so allotted ..... £1.....

Amount paid or due and payable on each such Ordinary \*share ..... £1.....

Shares allotted for a consideration other than cash

Number of ..... \*shares allotted for a consideration other than cash .....

Nominal amount of the ..... shares so allotted.....

Amount to be treated as payable on each such ..... \* share .....

The consideration for which such ..... \* shares have been allotted is as follows:-

/ Delete "Limited" if not applicable

\*\* Delete words in brackets which do not apply

\* Distinguish between Preference, Ordinary, Redeemable Preference, etc.

Notes:- 1. This form should be delivered to the Registrar of Companies within one month after the allotment is made.

2. Particulars of allottees should be shown overleaf.

Presented by:

BUSINESS ECONOMY PRODUCTS LTD  
COMPANY REGISTRATION AGENTS  
133, MOORFIELD, E.C.2.  
01-528-0321/2/3

Presenter's reference:

Margin reserved for binding

### Names, Descriptions and Addresses of the Allottees

[illegible]

**Margin reserved for binding**

Signed .....

State whether  
Director or Secretary ..... Secretary .....

Date ..... 5th day of October, 1970.

THE COMPANIES ACT, 1948

No. of Company 990443

# NOTIFICATION OF DIRECTORS AND SECRETARIES

Pursuant to Section 200 of the Companies Act, 1948

Limited

ARBORITE MERCHANTS

Name of Company

Particulars of the Persons who are Directors of the Company at the date of this return

NAME (In the case of an individual, present Christian name or names and surname † In the case of a corporation, the corporate name.) +	Any former Christian name or names and surname. ‡	Nationality.	Usual residential address (In the case of a corporation, the registered or principal office.)	Business occupation and particulars of other directorships. §	Date of birth.
Col. Alan Brooke Pemberton	NONE	British	5 Falcon House, 202 Old Brompton Road, London, S.W.5.	Director	
John Richard Pilkington	NONE	British	36 Iverna Gardens, London, W.8.	Security Consultant.	

Particulars of the Person who is the Secretary of the Company at the date of this return

NAME (In the case of an individual, present Christian name or names and surname. In the case of a corporation or a Scottish firm, the corporate name or firm name)	Any former Christian name or names and surname. ‡	Usual residential address. (In the case of a corporation or Scottish firm, the registered or principal office.)
THOMAS ARTHUR HERBERT	None	1582 St. James Road, W.11.2.2. 7th City Road, EDINBURGH 4

\* "Director" includes any person who occupies the position of a director by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.  
 † "Christian name" includes a forename, and "surname" in the case of a peer or person usually known by a title different from his surname, means that title.  
 ‡ "Former Christian name" and "former surname" do not include—  
 (a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or  
 (b) in the case of any person, a former Christian name or surname where that name or surname was changed or disused for a period of not less than twenty years; or  
 (c) in the case of a married woman the name or surname by which she was known previous to the marriage.

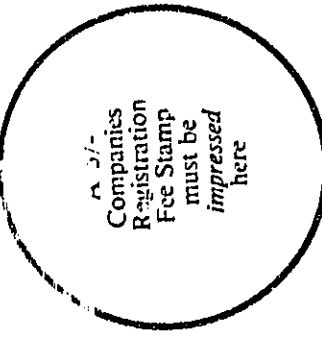
§ Directorship.—The names of all bodies corporate incorporated in Great Britain of which the director is also a director, should be given, except bodies corporate of which the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiaries of the company or of another company of which the company is the wholly-owned subsidiary. A body corporate is deemed to be the wholly-owned subsidiary of another if it has no members except that other and that other's wholly-owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statement attached to this form.  
 † Dates of birth need only be given in the case of a company which is subject to section 185 of the Companies Act 1948, namely, a company which is not a private company or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom, which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Britain, entitle it to rank as a private company.  
 + Where all the partners in a firm are joint secretaries, the name and principal office of the firm may be stated.

Signature Thos. A. Herbert Secretary.

Date 5th October, 1970.

This notice must be signed by a Director or Secretary of the Company

Presented by BUSINESS ECONOMY PRODUCTS LTD., Company Registration Specialists, 156 Strand, London, W.C.2 (TELE 6377-8) and 19 WALKER STREET, EDINBURGH, 3 (CAL 1167-9)



44  
ON  
S  
E  
E

**A 5/-  
Companies  
Registration  
Fee Stamp  
must be  
impressed  
here**

Pursuant to Section 200 of the Companies Act, 1948

ARBORE MERCHANDISE

... Limited hereby notifies you in accordance with Section 200 of the Companies Act, 1948, that :  
fill in also particulars below).

THOMAS ARTHUR HERBERT resigns as Secretary of the Company on 5th October, 1970

and is replaced  
Secretary on the same day by the undermentioned.

**Particulars of New Director\* or Secretary<sup>†</sup>** (Columns 1, 2 and 4 *only* need be completed for a Secretary).

[illegible]

a "Director" includes any person who occupies the position of a director by whatsoever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.

† "Chartered name" includes a forename, and "surname", in the case of a peer or person usually known by a title different from his surname, means that title.

title.

er *Christian name* " and "*former surname*" do not include—

(c) In the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or

(d) in the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years, or has been changed or disused for a period of not less than twenty years; or

(e) in the case of any person, a former surname which the person has borne, but which the way known previous to the marriage.

§ *Dates of birth* need only be given in the case of a company which is subject to section 135 of the Companies Act 1948, if it is not a private company or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions relating to the winding up of the company which enable it to rank as a private company.

Where all the partners in a firm are joint secretaries, the name and principal office of the firm may be stated.

Director

and 19 WALKER STREET, EDINBURGH, 3 (CAL 1167-9)

Presented by **BUSINESS ECONOMY PRODUCTS LTD., Company Registration Specialists,**

990443/12  
✓  
THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

## Memorandum of Association

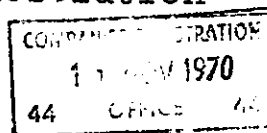
(As altered by Special Resolution passed 7th October, 1970)

OF

### Diversified Corporate Services Limited.

1. The name of the Company is "ARBORITE MERCHANTS LIMITED". \*
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are :-
  - (a) To carry on business as general defensive security agents, consultants and advisers and general investigators.
  - (b) To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally.
  - (c) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
  - (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down,

\* The name of the Company was changed to DIVERSIFIED CORPORATE SERVICES LIMITED by Special Resolution passed on 7th October, 1970.





(2)

repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.

- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.
- (g) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.
- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company,

(3)

having for its objects similar objects to those of this Company or any of them.

- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds and trusts calculated to benefit employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances to any such persons.

(4)

- (r) To distribute any property of the Company in specie among the members.
- (s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £100 divided into 100 shares of £1 each, with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

(5)

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers.	Number of Shares taken by each Subscriber.
JEAN HERBERT, 133 Moorgate, London, E.C.2.  COMPANY DIRECTOR.	ONE
THOMAS ARTHUR HERBERT, LL.B., 133, Moorgate, London, E.C.2.  BARRISTER-AT-LAW.	ONE

DATED the 3rd day of AUGUST, 1970.

WITNESS to the above Signatures :-

CHRISTINE FREDA HERBERT,  
133 Moorgate,  
London, E.C.2.

COMPANY DIRECTOR.

Number of  
Company

990443

13

## THE COMPANIES ACTS 1948 TO 1967

RETURN OF ALLOTMENTS from the (a) made the 20th January

of 1971

19

to the

of

19

of

Insert here

Name of

Company

DIVERSIFIED CORPORATE SERVICES

LIMITED

Pursuant to section 52 (1) of the Companies Act 1948.

Number of the

Shares allotted payable in cash 4900

Number of the

Shares allotted payable in cash

Nominal Amount of the

Shares allotted £4900

Nominal Amount of the

Shares so allotted £

Amount paid or due and payable on each such

Share £2 (on 1250 shares)

Amount paid or due and payable on each such

Share £1 (on 3650 shares)

Number of

Shares allotted for a consideration

other than cash..

Nominal Amount of the

Shares so allotted £

Amount to be treated as paid on each such

Share

The consideration for which such Shares have been allotted is as follows :—

CASH

(a) 1. When a return includes several Allotments made on different dates, the dates of only the first and the last of such Allotments should be entered at the top of the front page, and the registration of the return should be effected within one month of the first date.

2. When a return relates to one Allotment only, made on one particular date, that date only should be inserted, and the spaces for the second date struck out and the word "made" substituted for the word "from" after the word "Allotments".

(b) Distinguish between Preference, Ordinary, Redeemable Preference, etc.

Presented by

Presentor's Reference..... RL

MESSRS. TAYLOR & HUMBERT,

2 RAYMOND BUILDINGS,

GRAY'S INN, LONDON W.C.1.

Form No. 45

(No filing fee payable)

The Solicitors' Law Stationery Society, Limited  
91-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 15 Hanover Street W1R 9HG;  
55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA; 19 & 21 North John Street,  
Liverpool L2 5RF; 28-30 John Dalton Street, Manchester M3 6HR; and 14-22 Renfrew Court, Glasgow, G.2.

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Companies 53

1964.21-1-70

[P.T.O.]

B.H.

NAMES, DESCRIPTIONS AND ADDRESSES OF THE ALLOTTEES

Name and Description	Address	Number of Shares allotted		
		Preference	Ordinary	Other kinds
COLONEL A.B. PEMBERTON	14 Great Smith St.  London S.W.1.		3650	
FULCRA FINANCE LIMITED	33 Cork Street  London W.1.		1250	
Total			4900	

Signature..... A. Pemberton.  
(State whether Director or Secretary) Director.

Note.—This margin is reserved for binding, and must not be written across

Number of { 990443 } 14  
Company { }

## THE COMPANIES ACTS 1948 to 1967

### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

Insert the  
Name of  
the Company

DIVERSIFIED CORPORATE SERVICES  
LIMITED

NOTE.—Notification of any change among the Directors or in the Secretary of a Company or in any of the particulars contained in the register, specifying the date of the change, must be given to the Registrar of Companies within 14 days from the happening thereof (section 200 (5) (b)). If default is made the Company and every officer of the Company who is in default is liable to a default fine (section 200 (7)).

Presented by

Presentor's Reference..... RL

MESSRS. TAYLOR & HUMBERT,

2 RAYMOND BUILDINGS,

GRAY'S INN, LONDON W.C.1.

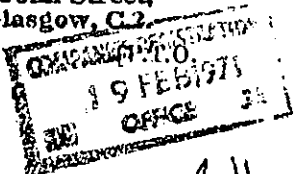
Form No. 9A  
(No filing fee payable)

The Solicitors' Law Stationery Society, Limited

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55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA; 19 & 21 North John Street,  
Liverpool L2 5RF; 28-30 John Dalton Street, Manchester M3 6HR; and 14-22 Renfrew Court, Glasgow, G2.

01-92.23-1-70

Companies 6 IA



To the REGISTRAR OF COMPANIES,

DIVERSIFIED CORPORATE SERVICES

LIMITED hereby notifies you in

accordance with Section 200 of the Companies Act 1948 that:—

Here specify nature and date of change.  
If change consists of the appointment of a new Director or Secretary fill in also particulars below.

Mr. Guy Lomax was appointed a Director of the Company on 30th January 1971

PARTICULARS OF NEW DIRECTOR\* OR SECRETARY (Columns 1, 2 and 4 only need be completed for a Secretary)

1 Name (In the case of an individual, present Christian name or names and surname.† In the case of a corporation, the corporate name) ‡	2 Any former Christian name or names and surname ‡	3 Nationality	4 Usual residential address (In the case of a corporation, the registered or principal office)	5 Business occupation and particulars of other directorships §	6 Date of Birth
Guy Lomax		British	Temple Grange, Iver Heath, Buckinghamshire.	Company Director (see list attached)	

Date 18th January 1971

Signature

(State whether Director or Secretary)

\* "Director" includes any person who occupies the position of a Director by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.  
† "Christian name" includes a forename, and "surname" in the case of a peer or person usually known by a title different from his surname, means that title.

‡ "Former Christian name" and "former surname" do not include—  
(a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or  
(b) in the case of any person, a former Christian name or surname, where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; or  
(c) in the case of a married woman the name or surname by which she was known previous to her marriage.

Directorships.—The names of all bodies corporate incorporated in Great Britain of which the Director is also a director should be given, except bodies corporate of which the company making the return is the wholly owned subsidiary or bodies corporate which are the wholly owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary.  
A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other's wholly owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statement attached to this form.

Rules of Birth.—The names of all bodies corporate incorporated in Great Britain of which the Director is also a director should be given, except bodies corporate of which the company making the return is the wholly owned subsidiary or bodies corporate which are the wholly owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary.  
A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other's wholly owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statement attached to this form.

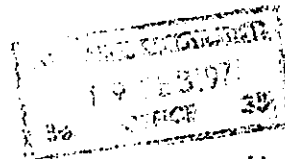
Where all the partners in a firm are joint secretaries, the name and principal office of the firm may be stated.



should be given,  
to which are the  
owned subsidiary,  
and that other's  
particulars of other  
namely, a company  
incorporated in the United  
Kingdom for the time being in  
Great Britain, entitle it

MR. LOMAX'S DIRECTORSHIPS

1. Amari Limited.
2. Associated Trust Holdings Limited.
3. Brookdeal Electronics Limited.
4. Ceta Electronics Limited.
5. East-West Fund Inc.
6. Fitzroy Films Limited.
7. Brigitte Films Limited.
8. Fitzroy Music Limited.
9. Fleming Instruments Limited.
10. Fulcra Finance Limited.
11. Los Angeles-London Investors Inc.
12. M.G. Scott Limited.
13. Structural Communication Systems Limited.
14. Very Important Films Limited.
15. Wilmark Research & Developments Limited
16. Wilmark Technology Inc.



No. 990443 / 15

THE COMPANIES ACTS 1948 to  
1967

RESOLUTIONS

of

DIVERSIFIED CORPORATE SERVICES  
LIMITED

Passed 20th January 1971

AT an EXTRAORDINARY GENERAL MEETING of the  
Company held at 2 Raymond Buildings Gray's Inn  
London W.C.1. on Wednesday 20th of January 1971 the  
following Resolutions were passed :

1. ORDINARY RESOLUTION

That the authorised share capital of the  
Company be and it is hereby increased from £100. to  
£5,000. by the creation of 4,900 new shares of £1.  
each, such new shares to rank pari passu in all  
respects as one class with the original Shares of £1.  
each in the capital of the Company

2. SPECIAL RESOLUTION

That the Articles of Association of the  
Company be and are hereby amended as follows :

- (A) by the deletion of existing Article 3 and  
the insertion of the following new Articles

φ  
B.H.

## ISSUE OF SHARES

"3.(1) Subject as provided in paragraph (2) of this Article all unissued shares shall be under the control of the Directors who may allot, grant options over or otherwise dispose of such shares to such persons at such times and for such consideration and upon such terms and conditions as the Directors may determine but so that no shares shall be issued at a discount except in accordance with Section 57 of the Act.

*2/ Special*  
(2) Unless otherwise determined from time to time by the Company in General Meeting, any shares for the time being unissued and any new shares of any class hereafter created shall, before they are issued, be offered on the same terms to the then existing holders of shares in proportion, as nearly as may be, to the number of shares held by them respectively. Such offer shall be made by notice specifying the number of shares offered and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares offered, the Directors may, subject to these Articles, dispose of same in such manner as they think most beneficial to the Company. The Directors may likewise dispose of any unissued shares which, by reason of *all.*

the proportion borne by them to the number of persons entitled to such offer as aforesaid, or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered under this Article.

#### TRANSFER OF SHARES

4. An instrument of Transfer of fully paid shares need not be executed by or on behalf of the transferee. Regulation 22 of Table A shall be modified accordingly.

5.(1) The Directors may in their absolute discretion and without assigning any reason therefor refuse to register any transfer of shares whether fully paid up or not. Regulation 3 of Part 11 of Table A shall not apply.

(2) Every Member or other person entitled to shares who intends to transfer shares (hereinafter called "the Vendor") shall give notice in writing (hereinafter referred to as "a transfer notice") to the Directors of his intention. Such notice shall constitute the Directors his agent for the sale of the said shares in one or more lots, at the discretion of the Directors, to Members of the Company at such price ("the transfer price") as may be agreed upon between the Vendor and the Directors or in default of agreement at such price as an independent firm of Chartered Accountants shall certify in writing to be

in their opinion the fair selling value thereof as between a willing vendor and a willing purchaser, such independent firm of Chartered Accountants to be nominated by the Vendor and the Directors or in default of agreement by the President of the Institute of Chartered Accountants in England and Wales for the time being. A transfer notice shall not be withdrawn except with the consent of the Directors.

(3) Upon the transfer price being fixed the Directors shall forthwith give notice in writing to all the Members of the Company (other than the Vendor) of the number and transfer price of the shares to be sold inviting each of them to state in writing within 28 days from the date of the said notice whether he is willing to purchase any and, if so, what maximum number of the said shares. At the expiration of the notice the Directors shall allocate the shares to the Members who shall have notified their willingness to purchase and in the case of competition in proportion (as nearly as may be and without increasing the number of shares allocated to any Member beyond the number so notified by him) to the amount of the existing shares of which they are the holders. Upon any such allocation being made, the Vendor shall be bound, on payment of the transfer

price, to transfer the shares to the purchaser or purchasers and, if he makes default in so doing, the Directors may receive and give a good discharge for the purchase money on behalf of the Vendor and may authorise some person to execute the transfer of such shares in favour of the purchaser or purchasers and may enter the name or names of the purchaser or purchasers in the Register of Members as the holder or holders by transfer of the said shares so purchased by him or them.

(4) In the event of the whole of the said shares not being allocated under paragraph (3) of this Article or if through any fault of the purchaser the purchase of any shares in respect of which any transfer notice shall be given shall not be completed within 21 days of such allocation, the Vendor shall, at any time within six calendar months after the expiration of the said period of 28 days, be at liberty to transfer the shares not so allocated to any person and at any price not being less than the transfer price.

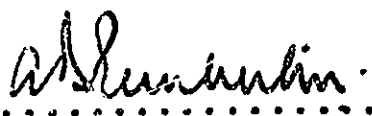
(5) Paragraphs (1) to (4) of this Article shall not apply to any particular transfer of shares in respect of which all the Members for the time being of the Company shall have agreed in writing that the said paragraphs are not to apply.

(6) The Directors shall register any

transfer made pursuant to paragraphs (2) and (5) of this Article unless registration thereof would increase the number of members beyond the prescribed limit or would permit the registration of a transfer of shares on which the Company has a lien."

- (B) by the re-numbering of the remaining Articles consequent on the amendments referred to in sub-clause (A) of this Resolution

DATED 20th January 1971

  
.....

A.B. PEMBERTON

Chairman.

Number of } 990443  
Company }

# THE COMPANIES ACTS 1948 to 1967

## NOTICE OF INCREASE IN NOMINAL CAPITAL

Pursuant to section 63 of the Companies Act 1948

(A separate STATEMENT OF INCREASE may not be required with this form; please see overleaf)

To the REGISTRAR OF COMPANIES

DIVERSIFIED CORPORATE SERVICES

Insert name  
of Company

Ordinary" or  
Extraordinary"  
or Special".

Limited, hereby gives you notice, pursuant to Section 63 of the Companies Act 1948, that by an\*.....ORDINARY..... Resolution of the Company dated the.....20th.....day of.....January.....1971..... the nominal capital of the Company has been increased by the addition thereto of the sum of £4,900.....beyond the registered capital of £100.....

The additional capital is divided as follows:—

Number of Shares	Class of Share	Nominal amount of each share
4900		£1

The conditions (e.g., voting rights, dividend rights, winding-up rights, etc.) subject to which the new shares have been, or are to be, issued are as follows:—

\* \*If any of the new shares are Preference Shares state whether they are redeemable or not. If the space below is insufficient the conditions should be set out separately by way of annexure.

to rank pari passu in all respects and as one class with the original shares of £1 each in the capital of the Company

Signature.....

State whether Director }  
or Secretary }

Dated the.....18<sup>th</sup>.....day of.....February.....1971.....

Presented by

Presenter's Reference.....RL.....

MESSRS. TAYLOR & HUMBERT,

2 RAYMOND BUILDINGS,

GRAY'S INN, LONDON W.C.1.

Form No. 10



T. 40-10 / 1700 12  
Number of  
Company

990443

# THE STAMP ACT 1891

Company Limited by Shares

## STATEMENT OF INCREASE OF THE NOMINAL CAPITAL

OF

DIVERSIFIED CORPORATE SERVICES

LIMITED

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section  
the Finance Act 1899, by Section 39 of the Finance Act 1920, and  
Section 41 of the Finance Act 1933.

*NOTE.—The Stamp duty on an increase of Nominal Capital is Ten Shillings for  
every £100 or fraction of £100.*

The Statement is to be filed with the Notice of Increase which must be filed  
pursuant to Section 63 (1) of the Companies Act 1948. If not so filed within  
15 days after the passing of the Resolution by which the Capital is increased  
interest on the duty at the rate of 5 per cent per annum from the date of the  
passing of the Resolution is also payable. (Section 5 of the Revenue Act 1903.)

Presented by

Presentor's Reference..... RL

MESSRS. TAYLOR & HUMBERT,

2 RAYMOND BUILDINGS,

GRAY'S INN, LONDON W.C.1.

Form No. 26a

The Solicitors' Law Stationery Society, Limited.  
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15 Haver Street W1R 9HG; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA;  
19 & 21 North John Street, Liverpool L2 5RF; 28-30 John Dalton Street, Manchester M3 6HR;  
14-22 Renfrew Court, Glasgow, G.2.

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F18122.7-1-70

Companies 6B

[P.T.O.]

# THE NOMINAL CAPITAL

OF

DIVERSIFIED CORPORATE SERVICES

Limited

has by a Resolution of the Company dated 20th January 1971

been increased by the addition thereto of the sum of

£4,900, divided into:—

4,900 Shares of £1 each

Shares of each

beyond the registered Capital of £100

Signature

*A. H. M. M. M.*

(State whether Director or Secretary)

*Director*

Dated the

18th

day of

February

1971

Note—This margin reserved for binding and must not be written across

Number of  
Company { 990443

## THE COMPANIES ACTS 1948 to 1967

### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

Insert the  
Name of  
the Company

Diversified Corporate Services Limited

LIMITED

NOTE.—Notification of any change among the Directors or in the Secretary of a Company or in any of the particulars contained in the register, specifying the date of the change, must be given to the Registrar of Companies within 14 days from the happening thereof (section 200 (5) (b)). If default is made the Company and every officer of the Company who is in default is liable to a default fine (section 200 (7)).

Presented by

Presentor's Reference.....

Colonel Alan Brooke Pemberton MBE

Diversified Corporate Services Limited,

14 Great Smith Street, London, S.W.1

Form No. 9A

(No filing fee payable)

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Solicitors' Law Stationery Society, Limited.

Companies 6 1A

20413.29-3-72  
19 MAR 1972  
26 8 602 (P.T.O.)

To the REGISTRAR OF COMPANIES,

DIVERSIFIED CORPORATE SERVICES LIMITED hereby notifies you in

accordance with Section 200 of the Companies Act 1948 that:—

Here specify nature and date of change. If change consists of the appointment of a new Director or Secretary fill in also particulars below.

ROY ASTLEY RICHARDS became a DIRECTOR of this COMPANY on 9th May 1972

PARTICULARS OF NEW DIRECTOR\* OR SECRETARY (Columns 1, 2 and 4 only need be completed for a Secretary)

1 Name (In the case of an individual, present Christian name and surname. In the case of a corporation, the corporate name) ¶	2 Any former Christian name or names and surname †	3 Nationality	4 Usual residential address (In the case of a corporation, the registered or principal office)	5 Business occupation and particulars of other directorships §	6 Date of Birth
ROY ASTLEY RICHARDS OBE	-	British	The Presbytery, Medmenham, Buckinghamshire.	Special Consultant	20 Oct 1911

Date 16th May 1972

Signature  Director

NOTES

- \* "Director" includes any person who occupies the position of a Director by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.
- † "Christian name" includes a forename, and "surname" in the case of a peer or person usually known by a title different from his surname, means that title.
- ‡ "Former Christian name" and "former surname" do not include—
  - (a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or accession to the title; or
  - (b) in the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; or
  - (c) in the case of a married woman the name of a name by which she was known previous to her marriage.

§ Directorships.—The names of all bodies corporate incorporated in Great Britain of which the Director is also a director should be given, except bodies corporate of which the company making the return is the wholly owned subsidiary or bodies corporate in which are the wholly owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary. A body corporate is deemed to be a wholly owned subsidiary of another if it has no members except the company and that other's wholly owned subsidiaries and its or their nominees. If the space provided in this form is insufficient, particulars of other directorships should be stated on a separate statement attached to this form.

¶ Details of birth need only be given in the case of a company which is subject to section 135 of the Companies Act 1948, namely, a company which is not a private company or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Britain, entitle it to rank as a private company.

‡ Where all the partners in a firm are joint secretaries, the name and principal office of the firm may be stated.

Number of { 990443 20

## THE COMPANIES ACTS 1948 to 1967

### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

Insert the  
Name of  
the Company

DIVERSIFIED CORPORATE SERVICES

LIMITED

—Notification of any change among the Directors or in the Secretary of a Company or in any of the particulars contained in the register, specifying the date of the change, must be given to the Registrar of Companies within 14 days from the happening thereof (section 200 (5) (b)). If default is made the Company and every officer of the Company who is in default is liable to a default fine (section 200 (7)).

Noted by

Presentor's Reference.....

Alan Brooke Pemberton.

Company Secretary.

Form No. 9A  
(No filing fee payable)

Oyez Publishing Limited, Oyez House, Breams Buildings, London EC4P 4BU. Publishing Subsidiary of The  
Solicitors' Law Stationery Society, Limited.

Companies 6 IA

COMPANIES REGISTRATION  
16 JUL 1978 P.T.O.  
32 OFFICE 32

To the REGISTRAR OF COMPANIES,

..... DIVERSIFIED CORPORATE SERVICES ..... LIMITED hereby notifies you in

accordance with Section 200 of the Companies Act 1948 that:—

John Richard Pilkington of 36 Iverna Gardens, London W.8. resigned from the

above mentioned company on the 29th June, 1973.

Here specify nature and date of change. If change consists of the appointment of a new Director or Secretary fill in also particulars below.

PARTICULARS OF NEW DIRECTOR\* OR SECRETARY (Columns 1, 2 and 4 only need be completed for a Secretary)

1 Name (In the case of an individual, present Christian name or names and surname.† In the case of a corporation, the corporate name) ¶	2 Any former Christian name or names and surname ‡	3 Nationality	4 Usual residential address (In the case of a corporation, the registered or principal office)	5 Business occupation and particulars of other directorships §	6 Date of Birth

Date 11th July 1973

Signature A. S. Lumberton (State whether Director or Secretary)

NOTES

- \* "Director" includes any person who occupies the position of a Director by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.
- † "Christian name" includes a forename, and "surname," in the case of a peer or person usually known by a title different from his surname, means that title.
- ‡ "Former Christian name" and "former surname" do not include—
  - (a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or
  - (b) in the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; or
  - (c) in the case of a married woman the name of name by which she was known previous to marriage.

§ Directorships.—The names of all bodies corporate incorporated in Great Britain of which the Director is also a director should be given, except bodies corporate of which the company making the return is the wholly owned subsidiary or bodies corporate which are the wholly owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary. A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other's wholly owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statement attached to this form.

|| Dates of birth need only be given in the case of a company which is subject to section 185 of the Companies Act 1948, namely, a company which is not a private company or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom, which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Britain, entitle it to rank as a private company.

¶ Where all the partners in a firm are joint secretaries, name and principal office of the firm may be stated.

Number of { 990443

21

## THE COMPANIES ACTS 1948 to 1967

### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

the  
of  
pany { DIVERSIFIED CORPORATE SERVICES LIMITED  
LIMITED

Notification of any change among the Directors or in the Secretary of a Company or in any of its particulars contained in the register, specifying the date of the change, must be given to the Registrar of Companies within 14 days from the happening thereof (section 200 (5) (b)). If default is made the Company and every officer of the Company who is in default is liable to a default fine (section 200 (7)).

signed by

Presentor's Reference.....

Colonel A. B. Pemberton MBE

Managing Director,

Diversified Corporate Services Limited.....

Form No. 9A

(No filing fee payable)  
OFFICE 6

Oyez Publishing Limited, Oyez House, Breems Buildings, London EC4P 4BU. Publishing Subsidiary of 'The  
Solicitors' Law Stationery Society, Limited. F20413.29-3-72

Companies 6 1A

[P.T.O.]

To the REGISTRAR OF COMPANIES,

..... DIVERSIFIED CORPORATE SERVICES ..... LIMITED hereby

..... in accordance with Section 200 of the Companies Act 1948 that:—

..... Alan Brooke Pemberton resigned as Company Secretary on 13th August 1973.

..... Patricia Stephen Law was appointed Company Secretary on the 13th August 1973.

Here specify nature and date of change. If change consists of the appointment of a new Director or Secretary fill in also particulars below.

PARTICULARS OF NEW DIRECTOR\* OR SECRETARY (Columns 1, 2 and 4 only need be completed for a Secretary)

1 Name (In the case of an individual, present Christian name or names and surname.† In the case of a corporation, the corporate name) ¶	2 Any former Christian name or names and surname ‡	3 Nationality	4 Usual residential address (In the case of a corporation, the registered or principal office)	5 Business occupation and particulars of other directorships §	6 Date of Birth
PATRICIA STEPHEN LAW		BRITISH	16 Sinclair Mansions, Richmond Way, London W 12.		

Date..... 15th August ..... 1973

Signature.....

(State whether Director or Secretary)

\* **Directorships.**—The names of all bodies corporate incorporated in Great Britain of which the Director is also a director should be given, except bodies corporate of which the company making the return is the wholly owned subsidiary or bodies corporate which are the wholly owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary. A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other's wholly owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statement attached to this form.

¶ **Dates of birth** need only be given in the case of a company which is subject to section 185 of the Companies Act 1948, namely, a company which is not a private company or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Britain, entitle it to rank as a private company.

§ Where all the partners in a firm are *joint-secretaries* the name and principal office of the firm may be stated.

NOTES

\* "Director" includes any person who occupies the position of a Director by whatever name called, and any person in accordance with these directions or instructions the director of the company are accustomed to act.

† "Christian name" includes a forename, and "surname," in the case of a peer or person usually known by a title different from his surname, means that title.

‡ "Former Christian name" and "former surname" do not include—  
(a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or

(b) in the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; or

(c) in the case of a married woman, the name or surname by which she was known prior to the marriage.



Number of  
Company { 990443

24

## THE COMPANIES ACTS 1948 to 1967

### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

Insert the  
Name of  
the Company

DIVERSIFIED CORPORATE SERVICES

LIMITED

NOTE.—Notification of any change among the Directors or in the Secretary of a Company or in any of its particulars contained in the register, specifying the date of the change, must be given to the Registrar of Companies within 14 days from the happening thereof (section 200 (5) (b)). If default is made the Company and every officer of the Company who is in default is liable to a default fine (section 200 (7)).

Presented by

Presentor's Reference.....

DIVERSIFIED CORPORATE SERVICES LTD.,

14 Great Smith Street,

London, S.W.1.

Form No. 9A  
(No filing fee payable)

Cyez Publishing Limited, Oyez House, Breams Buildings, London EC4P 4BU. Publishing Subsidiary of The  
Solicitors' Law Stationery Society, Limited. F20413.29-3-72

Companies 6 1A

(P.T.O.)  
REGISTRATION  
20 MAY 1974  
OFFICE 16

To the REGISTRAR OF COMPANIES,

DIVERSIFIED CORPORATE SERVICES

LIMITED hereby notifies you in

accordance with Section 200 of the Companies Act 1948 that:—

Here specify nature and date of change.  
If change consists of the appointment of a new Director or Secretary fill in also particulars below.

Patricia Stephen Law of 16 Sinclair Mansions, Richmond Way, London, W.12 resigned as Secretary of the above Company on 16th May, 1974. The position of Secretary was assumed by Margaret Patricia Craig of 11 Cambridge Place, London, W.8. on 17th May, 1974.

PARTICULARS OF NEW DIRECTOR\* OR SECRETARY (Columns 1, 2 and 4 only need be completed for a Secretary)

1 Name (In the case of an individual, present Christian name or names and surname.† In the case of a corporation, the corporate name.)	2 Any former Christian name or names and surname †	3 Nationality	4 Usual residential address (In the case of a corporation, the registered or principal office)	5 Business occupation and particulars of other directorships §	6 Date of Birth ‡
CRAIG	MARGARET PATRICIA	BRITISH	11 CAMBRIDGE PLACE, LONDON, W.8.		

Date 17th May, 1974

Signature

(State whether Director or Secretary)

NOTES

\* "Director" includes any person who occupies the position of a Director by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.

† "Christian name" includes a forename, or a "surname," in the case of a peer or person usually known by a title different from his surname, means that title.

‡ "Former Christian name" and "former surname" do not include—  
(a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or

(b) in the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; or

(c) in the case of a married woman the name of her husband, name by which she was known previous to marriage.

§ "Directorships."—The names of all bodies corporate incorporated in Great Britain of which the Director is also a director should be given, except bodies corporate of which the company making the return is the wholly owned subsidiary or bodies corporate which are the wholly owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary. A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other's wholly owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate statement attached to this form.

‡ Dates of birth need only be given in the case of a company which is subject to section 135 of the Companies Act 1948, namely, a company which is not a private company or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Britain, entitle it to rank as a private company.

¶ Where all the partners in a firm are joint secretaries, the name and principal office of the firm may be stated.

Number of  
Company

990443

25

03 12

THE COMPANIES ACTS 1948 TO 1967

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

DIVERSIFIED CORPORATE SERVICES LIMITED

Passed 16th December 1974

AT an EXTRAORDINARY GENERAL MEETING of the above-named  
Company, duly convened, and held at 68 St James's Street  
LONDON S.W.1. on Monday the 16th day of  
December 1974, the subjoined Special Resolution was duly passed,  
viz:-

RESOLUTION

THAT the Articles of Association of the Company be  
replaced in their entirety by the Articles of  
Association already prepared, a copy of which has  
been initialled by Colonel A.B. Pemberton for  
purposes of identification, and that the Secretary  
be directed forthwith to Register the same with the  
Registrar of Companies.

Signature .....

Director

*A.B. Pemberton*

REGISTRATION  
DEC 1974  
17

THE COMPANIES ACTS 1948 to 1967

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COMPANY LIMITED BY SHARES

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*Handwritten notes:*  
No. 990443  
2/10/70

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MEMORANDUM

and

ARTICLES OF ASSOCIATION

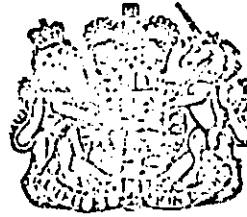
OF

DIVERSIFIED CORPORATE SERVICES LIMITED

---

Incorporated the 29th day of September 1970

No. 990443



# Certificate of Incorporation

ON

## Change of Name

No. 990443

I HEREBY CERTIFY that

ARBORITE MERCHANTS LIMITED

having by special resolution and with the approval  
of the Board of Trade changed its name, is now  
incorporated under the name of

DIVERSIFIED CORPORATE SERVICES LIMITED

GIVEN under my hand at London the 19th October,  
1970.

F. L. KNIGHT

Assistant Registrar of Companies

THE COMPANIES ACTS 1948 to 1967

---

COMPANY LIMITED BY SHARES

---

MEMORANDUM OF ASSOCIATION

-of-

DIVERSIFIED CORPORATE SERVICES LIMITED

1. The name of the Company is "DIVERSIFIED CORPORATE SERVICES LIMITED".
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are:-
  - (a) To carry on business as general defensive security agents, consultants and advisers and general investigators.
  - (b) To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally.
  - (c) To carry on any other business of any description which may be capable of being advantageously carried on in conjunction with or ancillary to the objects of the Company or any of them.
  - (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the Company's business.

(2)

- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.
- (g) To sell, let license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.
- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint venture arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.

(3)

- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds and trusts calculated to benefit employees of ex-employees of the Company or the dependents or connections of such persons and to grant pensions and allowances to any such persons.
- (r) To distribute any property of the Company in specie among the members.



(4)

- (s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is decalred that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £5,000<sup>\*</sup> divided into 5,000 shares of £1 each with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

\* The above capital of the Company was increased from £100 divided into 100 shares of £1 each to £5,000 divided into 5,000 shares of £1 each by Resolution of the Company dated 20th January 1971.

(5)

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers	Number of Shares taken by each Subscriber
JEAN HERBERT, 133 Moorgate London E.C.2.  COMPANY DIRECTOR	ONE
THOMAS ARTHUR HERBERT LL.D. 155 Moorgate London E.C.2.  BARRISTER-AT-LAW	ONE

DATED the 3rd day of AUGUST, 1970.

WITNESS to the above signatures :-

CHRISTINE FREDA HERBERT  
133 Moorgate  
London E.C.2.

COMPANY DIRECTOR.

THE COMPANIES ACTS 1948 to 1967

---

C O M P A N Y   L I M I T E D   B Y   S H A R E S

---

ARTICLES OF ASSOCIATION

of

DIVERSIFIED CORPORATE SERVICES LIMITED

PRELIMINARY

1. The following regulations and (subject as provided in these Articles) the regulations contained in Part II of Table A in the First Schedule to the Companies Act, 1948 as amended by the Companies Act, 1967 (in these Articles called "Table A") shall constitute the regulations of the Company, but in case of any variation or inconsistency between these regulations and Table A, these regulations shall prevail.
2. Regulations 24, 53, 75, 77 and 89 to 97 (inclusive) in Part I of Table A shall not apply to the Company.

SHARES

3. (A) Subject as provided in paragraph (B) of this Article all unissued shares shall be under the control of the Directors who may allot, grant options over or otherwise dispose of such shares at such times and for such consideration and upon such terms and conditions as the Directors may determine but so that no shares shall be issued at a discount except in accordance with Section 57 of the Act.  
  
(B) Unless otherwise determined from time to time by the Company in General Meeting, any shares for the time being unissued and any new shares of any class hereafter created shall, before they are issued be offered on the same terms to the then existing holders of shares in proportion, as nearly as may be, to the number of shares held by them respectively. Such offer shall be made by notice specifying the number of shares offered and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept

the shares offered, the Directors may, subject to these Articles, dispose of the same in such manner as they think most beneficial to the Company. The Directors may likewise dispose of any unissued shares which, by reason of the proportion borne by them to the number of persons entitled to such offer as aforesaid, or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered under this Article.

#### TRANSFER OF SHARES

4. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee and regulation 22 in Part I of Table A shall be modified accordingly.

5. (A) Notwithstanding anything in these Articles to the contrary any share may be transferred by a member to the spouse or child of that member, and any share of a deceased member may be transferred to the widow, widower, son or daughter of the deceased member or to the executors or administrators of any such deceased member.

(B) Except for any shares held by Colonel Alan Brooke Pemberton or his personal representatives and subject to the provisions of paragraph (A) above the right to transfer shares shall be subject to the following restrictions :-

- (1) A member (or other person entitled to transfer a share registered in the name of a member) who wishes to transfer or otherwise dispose of any shares (called "the transferor") shall give notice in writing (called a "sale notice") to the Company that he wishes to transfer the same. Every sale notice shall be in respect of only one class of shares and shall specify the number of shares which the transferor wishes to sell and shall constitute the Company his agent for the sale of those shares to the other members at the prescribed price ascertained in accordance with the provisions of sub-paragraph (5) hereof. A sale notice shall not be withdrawn except with the consent of the Directors.
- (2) The Company shall within 14 days after a sale notice is given offer the shares comprised in that sale notice to each member (other than the transferor) for purchase at the prescribed price on the terms that, in the case of competition the shares so offered shall be sold to the persons accepting the offer in proportion (as nearly as may be and without increasing the number sold to any person beyond the number applied for by him) to their existing holdings of shares and on the terms that the transferor shall not be bound to sell any shares unless all the shares comprised in the sale notice are accepted by one or more members. Every such offer shall be in writing and shall remain open for acceptance for the period (called "the offer period") expiring 30 days after the ascertainment of the prescribed price.

- (3) If the Company shall during the offer period find members (called "the purchasers") willing to purchase all the shares comprised in a sale notice, the Company shall give written notice to the transferor of the name and address of each purchaser and the number of the shares agreed to be purchased by him, whereupon the transferor shall be bound, upon payment of the prescribed price, to transfer to the purchasers the shares agreed to be purchased by them respectively. The sale and purchase shall be completed at a place and time (being not less than seven days nor more than 14 days after the expiry of the offer period) to be appointed by the Directors.
- (4) If the transferor shall fail to transfer any share which he has become bound to transfer, the Directors may authorise some person to execute on his behalf a transfer of the share to the purchaser and may receive the purchase money and shall thereupon register the purchaser as the holder of the share and issue to him a certificate for the same, whereupon the purchaser shall become indefeasibly entitled thereto. The transferor shall in such case be bound to deliver to the Company his certificate for such share and the Company shall, on delivery of the certificate, pay to the transferor the purchase money, without interest, and shall issue to him a certificate for the balance of any shares comprised in the certificate so delivered which the transferor has not become bound to transfer.
- (5) The prescribed price for the shares comprised in a sale notice shall be the price certified by the auditors for the time being of the Company as the fair value of those shares as between a willing vendor and a willing purchaser on a going concern basis. In so certifying, the auditor shall be deemed to be acting as an expert and not as an arbitrator and his certificate shall be conclusive and binding on the transferor and the purchasers.
- (6) If the Company shall not during the offer period find purchasers willing to purchase all the shares comprised in a sale notice or if, through no fault of the transferor, the purchase of any shares shall not be completed within seven days after the date appointed for the purpose by the Directors, the transferor may at any time within 180 days after the expiry of the offer period transfer to any person on a bona fide sale at a price per share not less than the prescribed price per share (without any deduction, rebate or allowance) and of the shares for which a purchaser has not been found or the purchase of which has not been completed as aforesaid.

(C) The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of any shares not being a transfer authorised by the provisions of this Article and regulation 3 of Part II of Table A shall be modified accordingly.

(D) The provisions of this Article shall apply (mutatis mutandis) to a renunciation of the allotment of a share by the allottee.

(E) The proviso to regulation 32 in Part I of Table A shall not apply to the Company.

#### LIEN

6. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

#### GENERAL MEETING

7. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

8. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

#### DIRECTORS

9. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall not be less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

10. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meeting of Directors and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require and qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice

in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director appointing him.

11. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omitted therefrom.

12. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

13. The words "or 185" shall be omitted from regulation 88(a) of Part I of Table A.

#### WINDING UP

14. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively; Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if any) issued upon special conditions.

Names, Addresses and Descriptions of Subscribers
JEAN HERBERT 133 Moorgate London E.C.2. COMPANY DIRECTOR  THOMAS ARTHUR HERBERT LL.B., 133 Moorgate London E.C.2. BARRISTER-AT-LAW

DATED the 3rd day of AUGUST, 1970.

WITNESS TO the above signatures :-

CHRISTINE FREDA HERBERT,  
133 Moorgate,  
London E.C.2.

COMPANY DIRECTOR.

05 20

No. of Company 99043

216

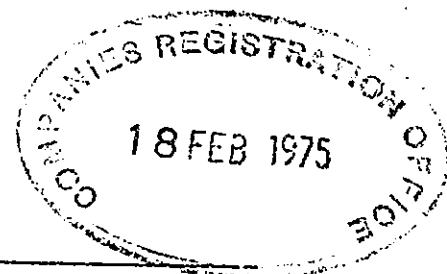
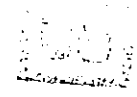
The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

Memorandum and Articles of Association of

DIVERSIFIED CORPORATE SERVICES LIMITED

(Incorporated the 29th day of September, 1970)



Jordan & Sons Limited

International Law Agents, Consultants and Publishers

Jordan House, 47, Brunswick Place, London N1 6EE



No. 990443



CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME

I hereby certify that ARBORITE MERCHANTS LIMITED having  
by special resolution and with the approval of the Board of Trade  
changed its name, is now incorporated under the name of  
DIVERSIFIED CORPORATE SERVICES LIMITED.

Given under my hand at London the 19th October, 1970.

F.L. KNIGHT

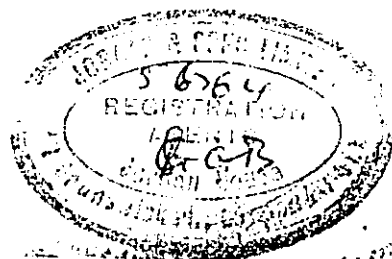
Assistant Registrar of Companies.

THE COMPANIES ACTS 1948 to 1967  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION OF  
DIVERSIFIED CORPORATE SERVICES LIMITED

CERTIFICATION  
WE HEREBY CERTIFY that this print  
incorporates all alterations made to  
this Company's Memorandum of  
Association by filed resolutions and  
is lodged in compliance with the  
requirements of the European  
Communities Act 1972.

DATED 18/2/78  
P.P. JORDAN & SONS LIMITED

1. The name of the Company is "DIVERSIFIED CORPORATE SERVICES LIMITED."
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are: -
  - (a) To carry on business as general defensive security agents, consultants and advisers and general investigators.
  - (b) To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally.
  - (c) To carry on any other business of any description which may be capable of being advantageously carried on in conjunction with or ancillary to the objects of the Company or any of them.
  - (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the Company's business.
  - (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
  - (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.



- (g) To sell, let license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.
- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and

liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.

(q) To establish and support and aid in the establishment and support of funds and trusts calculated to benefit employees or ex-employees of the Company or the dependents or connections of such persons and to grant pensions and allowances to any such persons.

(r) To distribute any property of the Company in specie among the members.

(s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

1. The liability of the members is limited. ✓

5. \*The Share Capital of the Company is £5,000 divided into 5,000 Shares of £1 each with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

---

\*The above capital of the Company was increased from £100 divided into 100 shares of £1 each to £5,000 divided into 5,000 shares of £1 each by Resolution of the Company dated 20th January, 1971. ✓

We, the several persons whose names, addresses, and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of Shares in the Capital of the Company set opposite our respective names.

Names, addresses and descriptions of Subscribers	Number of Shares taken by each Subscriber
Jean Herbert, 133, Moorgate, London, E.C.2. Company Director.	One
Thomas Arthur Herbert, LL.B., 133, Moorgate, London, E.C.2. Barrister-At-Law.	One

Dated this 3rd day of August, 1970.

Witness to the above signatures: -

Christine Freda Herbert,  
133, Moorgate,  
London, E.C.2.  
Company Director.

CERTIFICATION

WE HEREBY CERTIFY that this print  
Incorporates all alterations made to  
this Company's Articles of  
Association by filed resolutions and  
is lodged in compliance with the  
requirements of the Companies  
Communities Act 1972.

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

DIVERSIFIED CORPORATE SERVICES LIMITED

DATED 18/7/75  
P.P. JORDAN & SONS LIMITED

(Adopted by Special Resolution passed on the 16th day of December, 1974) ✓  
PRELIMINARY

1. The following regulations and (subject as provided in these Articles) the regulations contained in Part II of Table A in the First Schedule to the Companies Act, 1948 as amended by the Companies Act, 1967 (in these Articles called "Table A") shall constitute the regulations of the Company, but in case of any variation or inconsistency between these regulations and Table A, these regulations shall prevail.

2. Regulations 24, 53, 75, 77 and 89 to 97 (inclusive) in Part I of Table A shall not apply to the Company.

**SHARES**

3. (A) Subject as provided in paragraph (B) of this Article all unissued shares shall be under the control of the Directors who may allot, grant options over or otherwise dispose of such shares at such times and for such consideration and upon such terms and conditions as the Directors may determine, but so that no Shares shall be issued at a discount except in accordance with Section 57 of the Act.

(B) Unless otherwise determined from time to time by the Company in General Meeting, any shares for the time being unissued and any new shares of any class hereafter created shall, before they are issued be offered on the same terms to the then existing holders of shares in proportion as nearly as may be, to the number of shares held by them respectively. Such offer shall be made by notice specifying the number of shares offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares offered, the Directors may, subject to these Articles, dispose of the same in such manner as they think most beneficial to the Company. The Directors may likewise dispose of any unissued shares which, by reason of the proportion borne by them to the number of persons entitled to such offer as aforesaid, or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered under this Article.



#### TRANSFER OF SHARES

4. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee and regulation 22 in Part I of Table A shall be modified accordingly.

5. (A) Notwithstanding anything in these Articles to the contrary any share may be transferred by a member to the spouse or child of that member, and any share of a deceased member may be transferred to the widow, widower, son or daughter of the deceased member or to the executors or administrators of any such deceased member.

(B) Except for any shares held by Colonel Alan Brooke Pemberton or his personal representatives and subject to the provisions of paragraph (A) above the right to transfer shares shall be subject to the following restrictions: -

(1) A member (or other person entitled to transfer a share registered in the name of a member) who wishes to transfer or otherwise dispose of any shares (called "the transferor") shall give notice in writing (called a "sale notice") to the Company that he wishes to transfer the same. Every sale notice shall be in respect of only one class of shares and shall specify the number of shares which the transferor wishes to sell and shall constitute the Company his agent for the sale of those shares to the other members at the prescribed price ascertained in accordance with the provisions of sub-paragraph (5) hereof. A sale notice shall not be withdrawn except with the consent of the Directors.

(2) The Company shall within 14 days after a sale notice is given offer the shares comprised in that sale notice to each member (other than the transferor) for purchase at the prescribed price on the terms that, in the case of competition the shares so offered shall be sold to the persons accepting the offer in proportion (as nearly as may be and without increasing the number sold to any person beyond the number applied for by him) to their existing holdings of shares and on the terms that the transferor shall not be bound to sell any shares unless all the shares comprised in the sale notice are accepted by one or more members. Every such offer shall be in writing and shall remain open for acceptance for the period (called "the offer period") expiring 30 days after the ascertainment of the prescribed price.

(3) If the Company shall during the offer period find members (called "the purchasers") willing to purchase all the shares comprised in a sale notice, the Company shall give written notice to the transferor of the name and address of each purchaser and the number of the shares agreed to be purchased by him, whereupon the transferor shall be bound, upon payment of the prescribed

price, to transfer to the purchasers the shares agreed to be purchased by them respectively. The sale and purchase shall be completed at a place and time (being not less than seven days nor more than 14 days after the expiry of the offer period) to be appointed by the Directors.

(4) If the transferor shall fail to transfer any share which he has become bound to transfer, the Directors may authorise some person to execute on his behalf a transfer of the share to the purchaser and may receive the purchase money and shall thereupon register the purchaser as the holder of the share and issue to him a certificate for the same, whereupon the purchaser shall become indefeasibly entitled thereto. The transferor shall in such case be bound to deliver to the Company his certificate for such share and the Company shall, on delivery of the certificate, pay to the transferor the purchase money, without interest, and shall issue to him a certificate for the balance of any shares comprised in the certificate so delivered which the transferor has not become bound to transfer.

(5) The prescribed price for the shares comprised in a sale notice shall be the price certified by the auditors for the time being of the Company as the fair value of those shares as between a willing vendor and a willing purchaser on a going concern basis. In so certifying, the auditor shall be deemed to be acting as an expert and not as an arbitrator and his certificate shall be conclusive and binding on the transferor and the purchasers.

(6) If the Company shall not during the offer period find purchasers willing to purchase all the shares comprised in a sale notice, or if, through no fault of the transferor, the purchase of any shares shall not be completed within seven days after the date appointed for the purpose by the Directors, the transferor may at any time within 180 days after the expiry of the offer period transfer to any person on a bona fide sale at a price per share not less than the prescribed price per share (without any deduction rebate or allowance) any of the shares for which a purchaser has not been found or the purchase of which has not been completed as aforesaid.

(C) The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of any shares not being a transfer authorised by the provisions of this Article and regulation 3 of Part II of Table A shall be modified accordingly.

(D) The provisions of this Article shall apply (*mutatis mutandis*) to a renunciation of the allotment of a share by the allottee.

(E) The proviso to regulation 32 in Part I of Table A shall not apply to the Company.



#### LIEN

6. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

#### GENERAL MEETINGS

7. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

8. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

#### DIRECTORS

9. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall not be less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

10. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meeting of Directors and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director appointing him.

11. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omitted therefrom.

12. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

13. The words "or 185" shall be omitted from regulation 88 (a) of Part I of Table A.

#### WINDING UP

14. If the Company shall be wound up, the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively; Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if any) issued upon special conditions.

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Names, addresses and descriptions of Subscribers

---

Jean Herbert,  
133, Moorgate,  
London, E.C.2.  
Company Director.

Thomas Arthur Herbert, LL.B.,  
133, Moorgate,  
London, E.C.2.  
Barrister-At-Law.

---

Dated this 3rd day of August, 1970.

Witness to the above signatures: -

Christine Freda Herbert,  
133, Moorgate,  
London, E.C.2.  
Company Director.

Number of } 990443  
Company }

Form No. 9A  
(No registration fee payable)

## THE COMPANIES ACTS 1948 to 1967

### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to section 200 of the Companies Act 1948)

To THE REGISTRAR OF COMPANIES

..... DIVERSIFIED CORPORATE SERVICES ..... LIMITED

hereby notifies you in accordance with section 200 of the Companies Act 1948 that:—

(Note 1) ..... with effect from the 1st November 1975, Colonel P.J. Goss .....

was appointed a Director of the Company

#### PARTICULARS OF NEW DIRECTOR OR SECRETARY (Notes 2 and 10)

Name (Notes 3, 4, 5, 6 and 7)	Address (Note 8)	Business, occupation and particulars of other directorships (Note 9)
Peter John Goss	3 Thornton Hill London SW19	Nil

Date 14<sup>TH</sup> November 1975

Signature M.P. Craig  
(Secretary) ..... (Note 11)

Presented by

Presentor's Reference Secretary

Miss M.P. Craig, Secretary of

Diversified Corporate Services Limited  
Orchard House  
14 Great Smith Street  
London SW1P-3BU

[P.T.O.]

Number of } 990443  
Company

29

THE COMPANIES ACTS 1948 TO 1967

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS

OF

DIVERSIFIED CORPORATE SERVICES LIMITED

Passed 3 December 1975

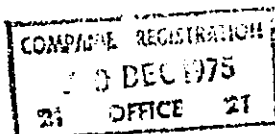
AT an EXTRACORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at Orchard House, 14 Great Smith Street, London S.W.1 on the 3rd day of December 1975, the following Resolutions were duly passed as Ordinary Resolutions:-

R E S O L U T I O N 1.

THAT the capital of the Company be increased from £5,000 to £10,000 by the creation of an additional 5,000 Shares of £1 each ranking pari passu in all respects with the existing Shares in the capital of the Company; and that of such additional 5,000 Shares 1,000 be issued pursuant to Regulation 3(B) of the Articles of Association of the Company; and that a further 1000 of such additional 5,000 Shares be under the control of the Directors, pursuant to Regulation 3(A) of the Articles of Association of the Company.

R E S O L U T I O N 2.

THAT the sum of £1,000 (being part of the sum standing to the credit of the Company's Share Premium Account) be capitalised and applied by the Directors in paying up in full the 1,000 of the un-issued additional Shares of £1 each referred to in Resolution Number 1 above for allotment and distribution credited as fully paid to and among the holders of the existing 5,000 issued and fully paid Shares in the capital of the Company in proportion to their holdings of such Shares at the date hereof.



*Adrian...*

Chairman

No. of Company 990443 / 30  
990815

Form No. 10

## THE COMPANIES ACTS 1948 to 1967

### Notice of Increase in Nominal Capital

To THE REGISTRAR OF COMPANIES

Insert name  
of Company;  
delete "Limited"  
if not applicable

DIVERSIFIED CORPORATE SERVICES

†State whether  
Ordinary or  
Extraordinary  
or Special  
Resolution.

Limited, hereby gives you notice, pursuant to Section 63 of the Companies Act 1948,  
that by a(n) Ordinary Resolution of the Company dated the  
third day of December 1975 the nominal capital of the  
Company has been increased by the addition thereto of the sum of £ 5,000  
beyond the registered capital of £5,000

The additional capital is divided as follows:—

Number of Shares	Class of Share	Nominal amount of each share
5,000	Ordinary	£1

The conditions (e.g., voting rights, dividend rights, winding-up rights, etc.)  
subject to which the new shares have been, or are to be, issued are as follows:—

If any of the new  
shares are  
Preference Shares  
state whether they  
are redeemable or  
not. If this space is  
insufficient the  
conditions should  
be set out  
separately by way  
of annexure.

The new shares rank *pari passu* in all respects with  
the existing shares in the capital of the Company.

Signature M. P. Varty

State whether Director } Secretary  
or Secretary }

Dated the 29th day of December 1975

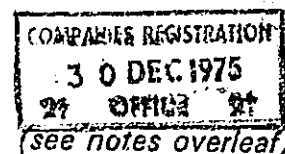
Presented by

Presentor's Reference JDP

Knapp-Fishers

31 Great Peter Street

London SW1P-3LP



599/76

No of Company ..... 990443 / 31

Form PUC 7

RETURN OF ALLOTMENTS OF SHARES ISSUED BY WAY OF CAPITALISATION  
OF RESERVES (BONUS ISSUES)

Pursuant to 52(1) of the Companies Act 1948

Name of Company ..... DIVERSIFIED CORPORATE SERVICES ..... Limited

A Number and description of shares \* ..... 1000 £1 Ordinary .....  
B Nominal value of each ..... £1 .....  
C Total amount payable on each ..... £1 .....  
D Amount paid or due and payable on each ..... £1 .....

E Particulars of capitalisation of reserves:

i ~~+~~ issued pursuant to an ordinary ~~XXXXXXXXXXXXXXXXXXXX~~ resolution passed  
on 3.12.1975 ~~XXXXXXXXXXXXXXXXXXXX~~ made on ..... 19 ....  
ii in the proportion of One share(s) for every Five share(s)  
held by shareholders appearing in the register of members at 3.12.1975

F Total amount now capitalised ..... 1,000 .....

G Date(s) of allotments

~~XX~~  
\*\* ~~XX~~ (made on the 18.12.1975)

I hereby certify that the above particulars and those in respect of the allottees shown overleaf  
are correct in all respects

Signed M. Crosby State whether Director or Secretary ..... Secretary .....

Date 29 December 1975

\* Distinguish between, preference, ordinary, redeemable preference, etc.

\*\* Delete words in brackets which do not apply

~~+~~ )

) Delete words which do not apply

~~++~~ )

Notes: 1 This form should be delivered to the Registrar of Companies within one month of  
the (first) date of allotment.

2 Particulars of allottees should be shown overleaf.

3. NO DUTY PAYABLE IN RESPECT OF CAPITALISATION OF RESERVES  
(Part V of the Finance Act 1973)

Presented by:

Knapp-Fishers  
31 Great Peter Street  
London SW1P-3LP

Presenter's reference:

JDP

Jordan & Sons  
Limited

Jordan House  
47 Brunswick Place  
London N1 6EE  
Telephone 01-253 3030  
Telex 261010



V1710

Margin reserved for binding

Names, Descriptions and Addresses of the Allottees

Name and description	Address	Number of shares allotted		
		Preference	Ordinary	Other kinds
Colonel Alan Brooke Pemberton Company Director	5 Falcon House- 202 Old Brompton Road London SW5		700	
Alan Guy Brooke Pemberton Student	5 Falcon House 202 Old Brompton Road London SW5		150	
David Carruthers Pemberton Army Officer	5 Falcon House 202 Old Brompton Road London SW5		150	
	Total		1000	

Margin reserved for binding



No. of Company 990413

Form No. 52  
(No registration fee payable)

## THE COMPANIES ACTS 1948 to 1967

Particulars of a Contract relating to Shares allotted as fully  
or partly paid up otherwise than in cash  
(Pursuant to Section 52 (2) of the Companies Act 1948)

Name of Company { DIVERSIFIED CORPORATE SERVICES Limited.

*The particulars must be stamped with the same stamp duty as would have been payable if the Contract had been reduced to writing.*

(1) The number of shares allotted as fully or partly paid up otherwise than in cash.	1,000
(2) The nominal amount of each such share.	£ 1
(3) The amount to be considered as paid up on each such share otherwise than in cash.	£ 1
(4) If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in (5), state the nature of such consideration, and the number of shares so allotted.	Pursuant to Ordinary Resolution passed 3 December 1975

Note.—This margin is reserved for binding, and must not be written across

(5) If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give a brief description of such property, and full particulars of the manner in which the purchase price is to be satisfied.

(1) Brief description of property.

(2) Purchase Price .. .. £

(a) Total amount considered as paid on .. shares allotted otherwise than in cash. £

(b) Cash .. .. £

(c) Amount of debt released or liabilities assumed by the purchaser (including mortgages on property acquired) £

Total purchase price £

Presented by

Knapp-Fishers

31 Great Peter Street London SW1P-3LP

Presenter's Reference JDP

34

COMPANIES REGISTRATION  
30 DEC 1975  
21 OFFICE 21

(6) Give full particulars, in the form of the following table, of the property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads :—

Legal Estates in Freehold Property and Fixed Plant and Machinery and other Fixtures thereon (a).....	£
Legal Estates in Leasehold Property (a).....	
Fixed Plant and Machinery on Leasehold Property (including Tenants', Trade and other Fixtures).....	
Equitable Interests in Freehold or Leasehold Property (a).....	
Loose Plant and Machinery, Stock-in-Trade and other Chattels (b).....	
Goodwill and Benefit of Contracts.....	
Patents, Designs, Trade Marks, Licences, Copyrights, etc.....	
Book and other Debts.....	
Cash in Hand and at Bank on Current Account, Bills, Notes, etc.....	
Cash on Deposit at Bank or elsewhere.....	
Shares, Debentures and other investments.....	
Other property, viz.....	

(a) Where such properties are sold subject to mortgage, the gross value should be shown.

(b) No Plant and Machinery which was not in an actual state of severance on the date of the sale should be included under this head. £

Note.—This margin is reserved for binding, and must not be written across

Signature W. P. Gray

State whether Director or Secretary..... Secretary.....

Dated the 29th day of December 19 75.

10/12

VII

2000

990443

30

Form PUC 2  
(Capital duty payable, but  
no registration fee)

Number of Company: 990043

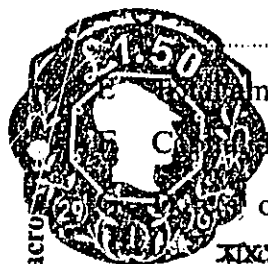


**RETURN OF ALLOTMENTS OF SHARES ISSUED FOR CASH<sup>(i)</sup>**  
Pursuant to Section 52(1) of the Companies Act 1948 & Part V of the Finance Act 1973

Company: **DIVERSIFIED CORPORATE SERVICES LIMITED**  
A. Number and description of shares<sup>(ii)</sup>: **500 £1 Ordinary shares**



B. Nominal value of each: **£1**



C. Total amount payable on each (including premium if any): **£2.50**

D. Amount paid or due and payable on each: **£2.50**

E. Amount paid or due and payable in respect of A: **£1,250**

F. Capital duty payable on E<sup>(iii)</sup> at £1 per £100 or part of £100: **£13**

G. Total amount of allotments: **£1,263**

(made on the **18 December** 1975.)

If duty was paid (or relief from duty obtained) on nominal capital created on or before 31 July 1973 and any such capital remained unissued on that date, credit may be allowable as below, provided that no claim has been made under section 49(4) of the Finance Act 1973:

H. Capital duty paid or relief obtained on nominal capital created on or before 31 July 1973: £  
I. Duty paid or relief obtained on nominal capital created on or before 31 July 1973: £  
J. Amount of credit allowable against capital duty: £  
K. Capital duty paid or relief obtained on nominal capital created on or before 31 July 1973: £  
L. Credit (if any) allowable against capital duty: £  
M. Net capital duty now payable (F-L): **£13**

I hereby certify that the particulars above and on reverse are correct in all respects.  
(vi) I claim credit under section 49(5) of the Finance Act 1973 and certify that no claim has been made under section 49(4) of the Finance Act 1973.

Signed: M. P. Brady  
State whether Director or Secretary: **Secretary**  
Date: **29 December 1975**

- (i) This form should not be used for shares allotted by way of bonus.  
(ii) Distinguish between Preference, Ordinary, Redeemable Preference, etc.  
(iii) Where shares are issued at a discount, duty is payable on the total nominal value of the shares allotted.  
(iv) Delete words in brackets which do not apply.  
(v) Include total amount (if any) of shares outstanding on 31 July 1973 on any partly paid shares (section 49(7) of the Finance Act 1973).  
(vi) Delete where H-M are not completed.

Notes: 1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.  
2. Particulars of allottees should be shown overleaf.  
3. Where relief from capital duty has been or will be claimed under para. 9 of Schedule 19 to the Finance Act 1973, a letter to that effect should accompany this form.

Presented by:  
**Knapp-Fishers**  
**31 Great Peter Street, S.W.1**  
Presenter's reference  
**JDP**

For official use only:

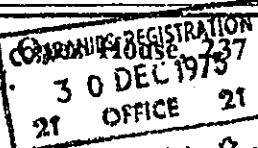


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★★★★

[P.T.O.]



mid Bank  
003082

## NAMES, DESCRIPTIONS AND ADDRESSES OF THE ALLOTTEES

Name and Description	Address	Number of Shares allotted		
		Preference	Ordinary	Other kinds
Major General Sir John ANDERSON COMPANY DIRECTOR	The Cottage, Woolton Hill, NEWBURY, Berks		300	
Colonel Peter John GOSS COMPANY DIRECTOR	3 Thornton Hill London SW19		200	
Total			500	

Note.—This margin is reserved for binding, and must not be written across.

Signature..... *N. P. Cray*

(State whether Director or Secretary)..... **Secretary**

**G**

Please do not  
write in this  
binding margin

Please complete  
legibly, preferably  
in black type, or  
bold black lettering

\*delete if  
inappropriate

THE COMPANIES ACTS 1948 TO 1976

Notice of change in  
situation of registered office

Pursuant to section 23 (3) of the Companies Act 1976

Form No. 4a

**4a**

Company number

990443

For official use

037

To the Registrar of Companies

Name of company

DIVERSIFIED CORPORATE SERVICES

Limited\*

hereby gives you notice in accordance with section 23 (3)  
of the Companies Act 1976 that the situation of the registered office  
of the company has been changed to:

6th Floor, Buchanan House,

24 - 30 Holborn, London, EC1N 2JB

RECORDED  
12 JUL 1977

\*delete as  
appropriate

Signed

*A. M. Winter*

[Director]

[Secretary]

Date 16th June, 1977

Presenter's name, address and  
reference (if any):

JOHN M. WINTER & SONS  
CHARTERED ACCOUNTANTS  
BUCHANAN HOUSE, 24-30 HOLBORN,  
LONDON, EC1N 2JB

D519/5

For official use

General section

Post room

22



## Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companies Act 1948  
as amended by section 22 of the Companies Act 1976

Please do not  
write in this  
binding margin

For official use

990443

DIVERSIFIED CORPORATE SERVICES

Limited\*

Please complete legibly, preferably in black type, or bold block lettering

\* delete if inappropriate

+ specify change and date thereof and if this consists of the appointment of a new director or secretary fill in also the particulars below.

hereby notifies you in accordance with section 200 (4) of the Companies Act 1948 as amended by section 22 of the Companies Act 1976 that:

4 Brigadier Peter Neil Ralli Stewart-Richardson was appointed  
a Director of the Company on 5th October, 1981.

Particulars of new director or secretary (see notes overleaf)

Name (notes 2 & 7)	Brigadier Peter Neil Ralli Stewart-Richardson
--------------------	---

Former name(s) (note 3)	
-------------------------	--

**Address (notes 4 & 7)**

19 Redon Street, W14 0AB

‡ delete as appropriate

I hereby consent to act as [director] ~~(secretary)~~ of the above-named company

**Signed**

Date 5th October, 1981

§ this section  
applicable to  
directors only

§ Other directorships (note 5)

At

Nationality

BRITISH

Date of birth (note 6)  
[where applicable]

**Business occupation**

# BUSINESS MAN

applicable} 9 Feb 26

number of continuation sheets attached (see note 1)

Signed

[Director] [~~Secretary~~]: Date 20 Oct 12

**Presenter's name, address and reference (if any):**

For official use  
General Section

| Post room

JOHN M. WINTER & SONS  
 CHARTERED ACCOUNTANTS  
 BUCHANAN HOUSE, 24-30 HOLBORN,  
 LONDON, EC1N 2JB



G

## THE COMPANIES ACTS 1948 TO 1976

Form No. 9b

## Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companies Act 1948  
as amended by section 22 of the Companies Act 1976

9b

Please do not  
write in this  
binding margin

To the Registrar of Companies

For official use

Company number

416

990443

Name of Company

DIVERSEFIED CORPORATE SERVICES

Limited\*

Please complete  
legibly, preferably  
in black type, or  
bold block lettering\* delete if  
inappropriate† specify  
change and  
date thereof  
and if this  
consists of the  
appointment of  
a new director  
or secretary fill  
in also the  
particulars  
below.hereby notifies you in accordance with section 200 (4) of the Companies Act 1948  
as amended by section 22 of the Companies Act 1976 that:\* Caroline Jane Buckley was appointed Secretary of the Company  
on 24th September, 1981

Particulars of new director or secretary (see notes overleaf)

Name (notes 2 &amp; 7) Caroline Jane Buckley

Former name(s) (note 3)

Address (notes 4 & 7) 4 Meadway, Hillside Avenue,  
Woodford Green, Essex. IG8 7RF‡ delete as  
appropriateI hereby consent to act as ~~director~~ [secretary]† of the above-named companySigned *C J Buckley* Date 24th September, 1981§ this section  
applicable to  
directors only

§ Other directorships (note 5)

Nationality

Business occupation

Date of birth (note 6)  
[where applicable]

number of continuation sheets attached (see note 1)

Signed

*A. P. Martin*[Director] ~~Secretary~~† Date20<sup>th</sup> Oct 82Presentor's name, address and  
reference (if any):JOHN M. WINTER & SONS  
CHARTERED ACCOUNTANTS  
BUCHANAN HOUSE, 24-30 HOLBORN,  
LONDON, EC1N 2JBFor official use  
General Section

Post room



G

## THE COMPANIES ACTS 1948 TO 1976

Form No. 9b

9b

## Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companies Act 1948  
as amended by section 22 of the Companies Act 1976Please do not  
write in this  
binding margin

To the Registrar of Companies

For official use

Company number

[151]

990443

Name of Company

Diversified Corporate Services

Limited\*

Please complete  
legibly, preferably  
in black type, or  
bold block lettering\* delete if  
inappropriate† specify  
change and  
date thereof  
and if this  
consists of the  
appointment of  
a new director  
or secretary fill  
in also the  
particulars  
below.hereby notifies you in accordance with section 200 (4) of the Companies Act 1948  
as amended by section 22 of the Companies Act 1976 that:

† Claire Elizabeth Camfield

Was appointed secretary of the company on 1st July 1983

Caroline Jane Buckley resigned as Secretary on 1st July, 1983.

Particulars of new director or secretary (see notes overleaf)

Name (notes 2 &amp; 7) Claire Elizabeth Camfield

Former name(s) (note 3)

Address (notes 4 & 7) 22 Buck Lane, Kingsbury,  
LONDON NW9‡ delete as  
appropriate

I hereby consent to act as [director] [secretary]‡ of the above-named company

Signed *C. E. Camfield*

Date 1st July 1983

§ this section  
applicable to  
directors only

§ Other directorships (note 5)

Nationality

Date of birth (note 6)  
[where applicable]

Business occupation

number of continuation sheets attached (see note 1)

Signed

*A. S. Pemberton*

[Director] [Secretary]‡ Date 1st July 1983

Presentor's name, address and  
reference (if any):JOHN M. WINTER & SONS  
CHARTERED ACCOUNTANTS  
BUCHANAN HOUSE, 24-30 HOLBORN,  
LONDON, EC1N 2JB

D. 5/9/5

For official use  
General Section

Post room

27 JUL 1983



6

THE COMPANIES ACTS 1948 TO 1981

Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companies Act 1948 as amended by section 22 of the Companies Act 1976 and section 95 of the Companies Act 1981

9b

Please do not write in this binding margin.

To the Registrar of Companies

For official use

Company number

95

990443

Name of Company

DIVERSIFIED CORPORATE SERVICES

Limited\*

hereby notifies you of the following change(s):

† MISS C.J. BUCKLEY, 4 MEADWAY, HILLSIDE AVENUE  
WOODFORD GREEN, ESSEX IG8 7RF  
RESIGNS AS COMPANY SECRETARY FROM 14TH JUNE 1985

Particulars of new director or secretary (see note 1)

Name (notes 2 & 3)	Mrs PAMELA KIRKLAND PEMBERTON.	Business occupation ‡	Housewife
Previous name(s) (note 2)	P.K. SMITH	Nationality ‡	CANADIAN
Address (notes 3 & 4)	19A ALEXANDRA COURT NAIDA VALE LONDON W9 1SQ	Date of birth (where applicable) (note 5) ‡	29/6/26
Other directorships ‡ +	NIL.		

I hereby consent to act as [director] [secretary] § of the above-named company

Signature P.K. Pemberton

Date 2/7/85

Name (notes 2 & 3)		Business occupation ‡	
Previous name(s) (note 2)		Nationality ‡	
Address (notes 3 & 4)		Date of birth (where applicable) (note 5) ‡	
Other directorships ‡ +			

I hereby consent to act as [director] [secretary] § of the above-named company

Signature

Date

number of continuation sheets attached (see note 7)

Signature C.J. Buckley

[Director] [Secretary] § Date 13TH JUNE

Presenter's name, address and reference (if any):

MISS C.J. BUCKLEY  
(Address as above)

For official use  
General section

Post room

5 JUL 1985

Number of } 990443 / 48  
Company }

No. 108  
(No filing fee payable)

## THE COMPANIES ACTS 1948 TO 1981

### MEMBERS' VOLUNTARY WINDING UP

#### DECLARATION OF SOLVENCY embodying a Statement of Assets and Liabilities

Pursuant to Section 283 of the Companies Act 1948  
as amended by Section 105 of the Companies Act 1981

Insert the  
Name of the  
Company

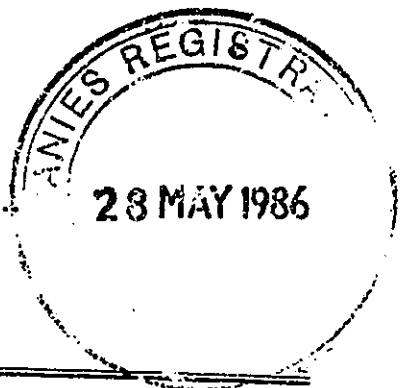
..... DIVERSIFIED CORPORATE SERVICES LIMITED .....

NOTE.—To be effective the Declaration of Solvency must be made within the five weeks immediately preceding the date of the passing of the resolution for winding up or on that date but before the passing of the resolution. This declaration must be delivered to the Registrar of Companies before the expiry of the period of 15 days immediately following the date on which the resolution is passed, otherwise the company and every officer in default is liable to the fines referred to on the last page of this form.

Presented by

Presenter's Reference... WJG/AAM/D519/5

..... John M. Winter & Sons, .....  
Chartered Accountants,  
..... Buchanan House .....  
24-30 Holborn,  
..... LONDON EC1N 2JB .....



**oyez** The Solicitors' Law Stationery Society plc, 237 Long Lane, London, SE1 4PU

Companies (W.U.) 16A

F4353 7-34

\*\*\*\*\*

[P.T.O.]

**DECLARATION OF SOLVENCY**

I -We-.....COLONEL ALAN BROOKE PEMBERTON MBE.....

of.....19A ALEXANDRA COURT,  
MAIDA VALE,  
LONDON W9 1SQ.....

(a) "all the" being(").....THE.....Directors of.....  
or "the major- DIVERSIFIED CORPORATE SERVICES LIMITED  
ity of the" as  
the case may  
be.

do solemnly and sincerely declare that <sup>I</sup>we have made a full enquiry into the  
affairs of this company, and that, having so done, <sup>I</sup>we have formed the opinion  
that this company will be able to pay its debts in full within a period of

(b) Insert a (").....TW.....months, from the commencement of the  
period of  
months not  
exceeding  
twelve.  
winding up, and we append a statement of the company's assets and liabilities

as at .....30TH SEPTEMBER.....19...85.,

being the latest practicable date before the making of this declaration. And <sup>I</sup>we  
make this solemn declaration, conscientiously believing the same to be true,  
and by virtue of the provisions of the Statutory Declarations Act, 1835.

Declared at 183 Uxbridge Road, Ealing.....  
W13  
the 17<sup>th</sup> day of May.....

One thousand nine hundred and  
eighty-nine.....  
A. Pemberton

before me,  
ALEXANDER S. ATCHISON  
A SOLICITOR EMPLOYED  
TO ADMINISTER OATHS  
(c) A Solicitor

(c) or Notary  
Public or  
Justice of the  
Peace.

VICKERS & CO.  
183 U. BRIDGE ROAD  
EALING, W13 9AA

NOTE.—This margin is reserved for binding, and must not be written across.

Statement as at 30TH SEPTEMBER, 19.85  
showing Assets at estimated realisable values and Liabilities expected to rank.

ASSETS AND LIABILITIES										Estimated to realise or to rank for payment (to nearest £)
ASSETS:—										£
Balance at Bank	..	..	..	..	..	..	..	..	..	83,000
Cash in Hand	..	..	..	..	..	..	..	..	..	
Marketable Securities	..	..	..	..	..	..	..	..	..	
Bills Receivable	..	..	..	..	..	..	..	..	..	
Trade Debtors	..	..	..	..	..	..	..	..	..	
Loans and Advances	..	..	..	..	..	..	..	..	..	
Unpaid Calls	..	..	..	..	..	..	..	..	..	
Stock in Trade	..	..	..	..	..	..	..	..	..	
Work in Progress	..	..	..	..	..	..	..	..	..	
Other Debtors	..	..	..	..	..	..	..	..	..	700
Freehold Property	..	..	..	..	..	..	..	..	..	
Leasehold Property	..	..	..	..	..	..	..	..	..	
Plant and Machinery	..	..	..	..	..	..	..	..	..	
Furniture, Fittings, Utensils, etc.	..	..	..	..	..	..	..	..	..	
Patents, Trade Marks, etc.	..	..	..	..	..	..	..	..	..	
Investments other than marketable securities	..	..	..	..	..	..	..	..	..	
Other property, viz.:	..	..	..	..	..	..	..	..	..	
Estimated realisable value of Assets £										83,700
LIABILITIES:—										
Secured on specific assets, viz.:										£
Secured by Floating Charge(s)	..	..	..	..	..	..	..	..	..	
Estimated Cost of Liquidation and other expenses including interest accruing until payment of debts in full	..	..	..	..	..	..	..	..	..	2,300
Unsecured Creditors (amounts estimated to rank for payment):—										£
Trade Accounts	..	..	..	..	..	..	..	..	..	
Bills Payable	..	..	..	..	..	..	..	..	..	
Accrued Expenses	..	..	..	..	..	..	..	..	..	10,000
Other Liabilities:—										
Corporation Tax	..	..	..	..	..	..	..	..	..	14,600
Directors' Current Account	..	..	..	..	..	..	..	..	..	1,300
Contingent Liabilities:—										
										25,900
Estimated Surplus after paying Debts in full										£
										55,500

Remarks:

NOTE.—This margin is reserved for binding, and must not be written across.

NOTE.—This margin is reserved for binding, and must not be written across.

Section 283 of the Companies Act 1948 (as amended by Section 105 of the Companies Act 1981) provides as follows:—

(1) Where it is proposed to wind up a company voluntarily, the directors of the company or, in the case of a company having more than two directors, the majority of the directors, may, at a meeting of the directors make a statutory declaration to the effect that they have made a full inquiry into the affairs of the company, and that, having so done, they have formed the opinion that the company will be able to pay its debts in full within such period not exceeding twelve months from the commencement of the winding up as may be specified in the declaration.

(2) A declaration made as aforesaid shall have no effect for the purposes of this Act unless:—

- (a) it is made within the five weeks immediately preceding the date of the passing of the resolution for winding up the company or on that date but before the passing of that resolution; and
- (b) it embodies a statement of the company's assets and liabilities as at the latest practicable date before the making of the declaration.

(2A) A declaration made by any directors of a company in compliance with subsection (2) (a) of this section shall be delivered to the registrar of companies before the expiry of the period of fifteen days immediately following the date on which the resolution for winding up the company is passed.

(3) Any director of a company making a declaration under this section without having reasonable grounds for the opinion that the company will be able to pay its debts in full within the period specified in the declaration, shall be liable on conviction or indictment to a term of imprisonment not exceeding two years or to a fine or both or on summary conviction to a term of imprisonment not exceeding six months or a fine not exceeding the statutory maximum or both; and if the company is wound up in pursuance of a resolution passed within the period of five weeks after the making of the declaration, but its debts are not paid or provided for in full within the period stated in the declaration, it shall be presumed until the contrary is shown that the director did not have reasonable grounds for his opinion.

(4) A winding up in the case of which a declaration has been made in accordance with this section or section two hundred and thirty of the Companies Act, 1929, is in this Act referred to as "a members' voluntary winding up", and a winding up in the case of which a declaration has not been made as aforesaid is in this Act referred to as "a creditors' voluntary winding up".

(4A) Where any declaration required to be delivered to the registrar by subsection (2A) of this section is not so delivered within the time prescribed by that subsection, the company and every officer in default shall be guilty of an offence and liable on summary conviction to a fine not exceeding one-fifth of the statutory maximum or on conviction after continued contravention to a default fine not exceeding one-fiftieth of the statutory maximum.

*Section 87 of the Companies Act 1980 defines the statutory maximum as meaning in England and Wales the prescribed sum within the meaning of section 28 of the Criminal Law Act 1977 (that is to say £1,000 or another sum fixed by order under section 61 of that Act to take account of changes in the value of money).*

G

COMPANIES FORM No. 600

**Notice of appointment of liquidator  
Voluntary winding up  
(Members or Creditors)**

600

L273/8 Truly /ct

L & Mrs Th

Please do not  
write in  
this margin

Pursuant to section 600 of the Companies Act 1985

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use

Company number

[ ] [ ] [ ] [ ] [ ] [ ]

990443 / 60

Name of company

\*  
DIVERSIFIED CORPORATE SERVICES LIMITED

\* insert full  
name of  
company

Nature of Business

SECURITY CONSULTANTS

I/We give notice that I/we have been appointed liquidator(s) of the above company

on 10th JUNE 19 86

delete as  
appropriate

The appointment was by [the company] ~~[the creditors]~~ ~~[the Court]~~ X

Name of Liquidator	ALAN BROOKE PEMBERTON
Address	19a ALEXANDRA COURT, MAIDA VALE, LONDON, W9 1SQ
Signature	<i>A. Pemberton</i> X
Date	10TH JUNE 1986

Name of Liquidator	
Address	
Signature	
Date	

Presenter's name address and  
reference (if any):

For official Use  
General Section



Time Critical Reference

Number of } 990443 / 59  
Company }

L + ALTH

The Companies Act 1985

COMPANY LIMITED BY SHARES

L274 / 8 July / ct

### Special Resolution

(Pursuant to sections 378 (2) & 572 (1) (b) of the Companies Act 1985)

DIVERSIFIED CORPORATE SERVICES LIMITED

Passed 10th JUNE , 1986

AT an EXTRAORDINARY GENERAL MEETING of the above-named  
Company, duly convened, and held at 19a ALEXANDRA COURT,  
MAIDA VALE, LONDON, W9 1SQ

on the 10th day of JUNE, 1986, the subjoined  
SPECIAL RESOLUTION was duly passed, viz.:—

#### RESOLUTION

That the Company be wound up voluntarily, and that

ALAN BROOKE PEMBERTON  
of 19 a ALEXANDRA COURT, MAIDA VALE, LONDON, W9 1SQ

be and he is hereby appointed Liquidator  
for the purposes of such winding-up.

X \*Signature AL Pemberton

X } To be signed by  
the Chairman,  
Director, or the  
Secretary of the  
Company.

\*For the *London Gazette* the signature to this form must be attested in the space below by either a solicitor, a member of a body of accountants recognised by the Department of Trade for the purpose of section 389 (1) (a) of the Companies Act 1985 or a member of The Institute of Chartered Secretaries and Administrators if the signatory is neither a solicitor nor a member of any of the above bodies.

Witness to the above signature.....

Description.....

In order to prevent any possibility of error in printing the signature, the name of the signatory should be written below in block capitals.

\*Name of signatory of resolution (in block capitals).....



Number of } 990443  
Company }

**No. 93** (Rules 197, 198 and 201)  
**AFFIDAVIT VERIFYING STATEMENT OF  
LIQUIDATOR'S ACCOUNT**

UNDER SECTION 342  
of the Companies Act 1948

No registration  
fee charged

Insert the  
Name  
of the  
Company

DIVERSIFIED CORPORATE SERVICES LIMITED

I, ALAN BROOKE PEMBERTON  
of 19A ALEXANDRA COURT, MAIDA VALE, LONDON W9 15Q  
the Liquidator of the above-named Company, make oath and say :—  
That *\*the Account hereunto annexed, marked " B ", contains a  
full and true account of my Receipts and Payments in the winding up  
of the above-named Company, from the TENTH day of*  
*JUNE 19 86 , to the NINTH day of*  
*JUNE 19 87 , inclusive, \*and that I have not, nor has*  
*any other person by my order or for my use during such period, received*  
*or paid any moneys on account of the said Company, \*other than and*  
*except the items mentioned and specified in the said Account.*  
*ab Pemberton*  
*SNR.*  
I further say that the particulars given in the <sup>two</sup> annexed Form 92,  
marked " B ", with respect to the proceedings in and position of  
the liquidation, are true to the best of my knowledge and belief.

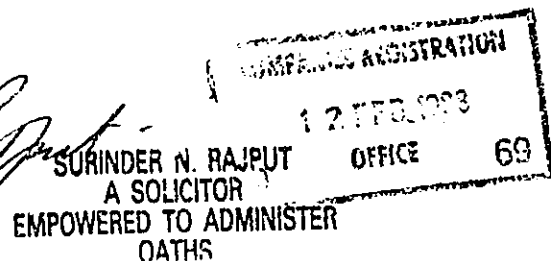
SWORN at 149, Uxbridge  
Road, Hamwell,  
London W.7

this 5<sup>th</sup> day of February 1988

Before me,

A Solicitor  
(or Notary Public or Justice of the Peace)

*ab Pemberton*



\*Note.—If no Receipts or Payments, strike out the words in italics.

This Affidavit is *not* required in duplicate, but it must in every case be accompanied by a Statement on Form 92 in duplicate.



The Solicitors' Law Stationery Society plc, Oyez House, 27 Cripplegate Street, London EC1 5TS

Companies (W1) 2

S.86 B'HAM

5020035



Form 4.68

Rule 4.223-CVL The Insolvency Act 1986  
 Liquidator's Statement of  
 Receipts and Payments  
 Pursuant to Section 192 of the  
 Insolvency Act 1986

# S. 192

For official use

To the Registrar of Companies

--	--	--

Company Number

990443

Name of Company

(a) Insert full name  
of company

(a)

DIVERSIFIED CORPORATE SERVICES

Limited

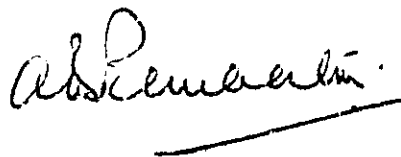
(b) Insert full name(s)  
and address(es)

I/We (b)

ALAN BROOKE PEMBERTON  
 19A ALEXANDRA COURT  
 MAIDA VALE  
 LONDON W9 15Q

the liquidator(s) of the company attach a copy of my/our statement of  
 Receipts and Payments under Section 192 of the Insolvency Act 1986

Signed



Date

5 Feb 89

Presenter's name,  
address and reference  
(if any)

WINTERS  
 BUCHANAN HOUSE  
 24-30 HOLBORN,  
 LONDON EC1N 2JB

For Official Use

Liquidation Section

Post Room

OFFICE

# Statement of Receipts and Payments and General Directions as to Statements

The Insolvency Act 1986

Name of Company DIVERSIFIED CORPORATE SERVICES Limited  
Company Number 990443

## (1) Form and Contents of Statement

Every statement must contain a detailed account of all the liquidator's realizations and disbursements in respect of the company. The statement of realizations should contain a record of all receipts derived from assets existing at the date of the winding-up resolution and subsequently realized, including balance in bank, book debts and calls collected, property sold, &c., and the account of disbursements should contain all payments for costs and charges, or to creditors or contributories. Where property has been realized, the gross proceeds of sale must be entered under realizations, and the necessary payments incidental to sales must be entered as disbursements. These accounts should not contain payments into the Insolvency Services Account (except unclaimed dividends — see par. 5) or payments into or out of bank, or temporary investments by the liquidator, or the proceeds of such investments when realized, which should be shown separately:

(a) by means of the bank pass book;

(b) by a separate detailed statement of moneys invested by the liquidator, and investments realized.

Interest allowed or charged by the bank, bank commission, &c., and profit or loss upon the realization of temporary investments, should however, be inserted in the accounts of realizations or disbursements, as the case may be. Each receipt and payment must be entered in the account in such a manner as sufficiently to explain its nature. The receipts and payments must severally be added up at the foot of each sheet, and the totals carried forward from one account to another without any intermediate balance, so that the gross totals shall represent the total amounts received and paid by the liquidator respectively.

## (2) Trading Account

When the liquidator carries on a business, a trading account must be forwarded as a distinct account, and the totals of receipts and payments on the trading account must alone be set out in the statement.

## (3) Dividends, &c.

When dividends or instalments of compositions are paid to creditors, or a return of surplus assets is made to contributories, the total amount of each dividend, or instalment of composition, or return to contributories, actually paid, must be entered in the statement of disbursements as one sum; and the liquidator must forward separate accounts showing in lists the amount of the claim of each creditor, and the amount of dividend or composition payable to each creditor, and of surplus assets payable to each contributory, distinguishing in each list the dividends or instalments of composition and shares of surplus assets actually paid and those remaining unclaimed.

(4) When unclaimed dividends, instalments of composition or returns of surplus assets are paid into the Insolvency Services Account, the total amount so paid in should be entered in the statement of disbursements as one sum.

(5) Credit should not be taken in the statement of disbursements for any amount in respect of liquidator's remuneration unless it has been duly allowed by resolutions of the Liquidation Committee or of the creditors or of the company in general meeting, or by order of court as the case may require.

## LIQUIDATOR'S STATEMENT OF ACCOUNT pursuant to section 192 of the Insolvency Act 1986

Name of Company DIVERSIFIED CORPORATE SERVICES LIMITED

Nature of proceedings (whether a members' or creditors' voluntary winding-up)

MEMBERS' VOLUNTARY WINDING UP

Date of Commencement of winding-up 10TH JUNE 1986

Date to which Statement is brought down 9TH JUNE 1987

Name and Address of Liquidator ALAN BROOKE PEMBERTON

This Statement is required in duplicate

# LIQUIDATOR'S STATEMENT OF ACCOUNT

purs

REALISATIONS			
DATE	Received from	Nature of Assets Realised	AMOUNT £
		Brought forward ..	
10.6.86	Hill Samuel	Bank Accounts	36,457.46
10.6.86	Swiss Bank	Bank Accounts	48,773.17
25.6.86	Hill Samuel	Deposit Interest	90.58
30.6.86	Hill Samuel	Deposit Interest	70.53
30.6.86	Hill Samuel	Deposit Interest	630.91
4. 7.86	Norse Fire	Interest	75.00
25.7.86	Hill Samuel	Deposit Interest	26.90
29.7.86	Hill Samuel	Deposit Interest	26.05
29.7.86	Hill Samuel	Deposit Interest	122.20
29.7.86	Swiss Bank	Deposit Interest	752.07
6. 8.86	Norse Fire	Interest	75.00
4. 9.86	Norse Fire	Interest	75.00
6.10.86	Norse Fire	Interest	75.00
28.10.86	Customs and Excise	VAT	454.71
3. 11.86	Hill Samuel	Deposit Interest	163.01
7. 11.86	Norse Fire	Interest	75.00
3. 12.86	Hill Samuel	Deposit Interest	186.14
4. 12.86	Norse Fire	Interest	75.00
8. 8. 86	Swiss Bank	Exchange Difference	50.11
8. 8. 86	Swiss Bank	Deposit Interest	1.31
Carried forward .. *			88,255.15

NOTE.—This margin is reserved for binding, and must not be written across

NOTE.—This margin is reserved for binding, and must not be written across

\*NOTE—No balance should be shown on this Account, but only the total Realisations and

Disburs

OUNT

pursuant to Section 192 of the Insolvency Act 1986

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.00  
.11  
.31

NOTE.—This margin is reserved for binding, and must not be written across

NOTE.—This margin is reserved for binding, and must not be written across

5.15

ations and

DISBURSEMENTS			
DATE	Paid to	Nature of Disbursements	AMOUNT £
		Brought forward ..	
16.6.86	Swiss Bank	Bank Charges	.82
27.6.86	Swiss Bank	Bank Charges	1.85
27.6.86	Inland Revenue	Corporation Tax	8,498.60
2.7.86	London Gazette	Statutory Advertising	97.43
18.7.86	Hill Samuel	Bank Charges	5.00
29.7.86	Swiss Bank	Bank Charges	65.00
21.8.86	Winters	Audit and Accountancy Fees	8,740.00
21.8.86	A.B. Pemberton	Shareholders' Meeting Costs	33.30
28.10.86	Registrar of Companies	Filing Fee	20.00
7.11.86	Registrar of Companies	Filing Fee	20.00
11.11.86	Inland Revenue	Corporation Tax	4,377.78
7.4.87	A.B. Pemberton	Interim Distribution	57,634.00
7.4.87	A.B. Pemberton	Directors' Current Account	2,303.00
Carried forward .. *			81,797.67

Disbursements, which should be carried forward to the next Account.

[P.T.O.]

2  
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2  
/  
8  
8

### ANALYSIS OF BALANCE

Total Realisations .. .. .	£	88,255	15
„ Disbursements .. .. .		81,797	67
Balance ..		6,457	48
The Balance is made up as follows:			
1. Cash in hands of Liquidator .. .. .			
2. Total payments into Bank, including balance at date of commencement of winding-up ( <i>as per Bank Book</i> ) ..	£	88,255.15	
Total withdrawals from Bank .. ..		81,797.67	
Balance at Bank .. .. .		6,457	48
3. Amount in Insolvency Services Account .. .. .			
*4. Amounts invested by Liquidator .. ..			
Less Amounts realised from same .. ..			
Balance .. .. .			
Total Balance as shown above .. .. .		6,457	48

NOTE.—Full details of stocks purchased for investment and realisation should be given in a separate statement.

\*The investment or deposit of money by the liquidator does not withdraw it from the operation of general regulations. Any such investments representing money held for six months or upwards must be realised and paid into the Insolvency Services Account. This is except in the case of investments in Government securities, the transfer of which to the control of the Secretary of State for Trade and Industry will be accepted as a sufficient compliance with the terms of the regulations.

#### NOTE—The Liquidator should also state—

(1) The amount of the estimated <i>assets</i> and <i>liabilities</i> at the date of the commencement of the winding up	Assets (after deducting amounts charged to secured creditors and debenture holders) .. £	83,700
	Liabilities—Secured creditors .. £	
	Debenture holders .. £	
	Unsecured creditors .. £	28,200
(2) The total amount of the <i>capital</i> paid up at the date of the commencement of the winding-up	Paid up in cash .. .. . £	6,500
	Issued as paid up otherwise than for cash .. .. . £	
(3) The general description and estimated value of <i>out-standing assets</i> (if any)	BANK CURRENT ACCOUNT	£6,457
(4) The causes which delay the termination of the winding-up	OBTAINING TAX CLEARANCES	
(5) The period within which the winding-up may probably be completed	12 MONTHS	

RETURN OF FINAL MEETING IN MEMBERS'  
VOLUNTARY WINDING UP

SECTION

94

Pursuant to section 94 of the Insolvency Act 1986

To the Registrar of Companies

For official use

Company number

--	--	--

990443

NAME OF COMPANY

(1) Insert full name  
of company.

(1) DIVERSIFIED CORPORATE SERVICES LIMITED

(2) Insert full  
name(s) and  
address(es).

I/We<sup>(2)</sup> ALAN BROOKE PEMBERTON  
19A ALEXANDRA COURT  
MAIDA VALE  
LONDON W9 1SQ

(3) Delete the  
words which are  
not applicable.

(4) Insert date.

(5) The copy  
account must be  
authenticated by  
the written  
signature(s) of the  
liquidator(s).

being the liquidator(s)<sup>(5)</sup> of the above-named Company give(s) notice that a general meeting of the Company was duly<sup>(3)</sup> [held on] ~~[sanctioned for]~~<sup>(4)</sup> 21st December 1988 pursuant to section 94 of the above-mentioned Act for the purpose of having an account (of which a copy is attached)<sup>(5)</sup> laid before it showing how the Winding Up of the company has been conducted and the property of the company has been disposed of and<sup>(3)</sup> [that the same has been done accordingly] ~~[no quorum was present at the meeting]~~.

Signed

*AP Pemberton*

Date 21st December 1988

Presented by<sup>(2)</sup>

Winters  
Buchanan House,  
24-30 Holborn,  
LONDON EC1N 2JB

Presentor's reference (if any)

D519/5

ACCOUNT/RETURN OF FINAL MEETING			
MFG. DATE	DATE RECEIVED	REGISTERED	INIT.
21.12.88	31.89	11.1.89	MT
DEEMED TO BE DISSOLVED ON: 11.4.89.			

For official use

Liquidation section

Post room

COMPANIES HOUSE  
3 JAN 1989

49

# LIQUIDATOR'S STATEMENT OF ACCOUNT

(Pursuant to

**Name of Company**     DIVERSIFIED CORPORATE SERVICES LIMITED

**Statement showing how the winding up has been conducted**

**From**     10th June

**19 86 (Commencement of Winding Up)**

	Statement of Assets and Liabilities	Receipts
	£	£     p
<b>RECEIPTS:-</b>		
Cash at Bank .....	83,000	85,230.63
Cash in Hand .....		
Marketable Securities .....		
Sundry Debtors .....	700	454.71
Stock in Trade .....		
Work in Progress .....		
Freehold Property .....		
Leasehold Property .....		
Plant and Machinery .....		
Furniture, Fittings, Utensils, etc. ....		
Patents, Trade Marks, etc. ....		
Investments other than marketable securities .....		
Surplus from securities .....		
Unpaid Calls at commencement of Winding Up .....		
Amounts Received from Calls on Contributories made in the Winding Up .....		
Receipts per Trading Account .....		
Other Property, viz:- .....		
Bank deposit interest		2,119.81
Other interest		450.00
	£	
	£	
<b>LESS:-</b>		
Payments to redeem securities .....		
Costs of execution .....		
Payments per trading account .....		
<b>Net Realisations .....</b>	£	
	£	88,255.15

- (1) Assets, including  
shown in the statement of assets and liabilities and estimated to be of the value of £  
have proved to be unrealisable.
- (2) State amount paid into the Insolvency Services Account in respect of:
- (a) unclaimed dividends payable to Creditors in the winding up ..... £
- (b) other unclaimed distributions in the winding up ..... £
- (c) moneys held by the Company in trust in respect of dividends or other sums due before the  
commencement of the winding up to any person as a member of the Company ..... £
- (3) Add here any special remarks the Liquidator thinks desirable:-

Do not write across this binding margin

# MEMBERS' VOLUNTARY WINDING UP

Section 94 of the Insolvency Act 1986

(in liquidation)

and the property of the company has been disposed of.  
to 21st December 1988 (Close of Winding Up)

Do not write across this binding margin

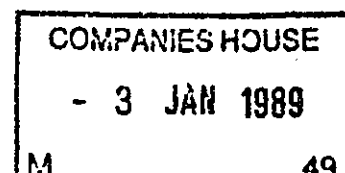
					Payments	
					£	p
Cost of Solicitor to Liquidator .....					NIL	
Other Law Costs .....						
Liquidator's Remuneration:-						
	Where applicable	% on £ % on £	realised distributed	£	p	
By whom fixed    Members						
Auctioneers' and Valuers' Charges .....					97	43
Costs of Possession and Maintenance of Estate .....					146	48
Costs of Notices in Gazette and local papers .....						
Incidental Outlay .....						
Total Costs and Charges    £						
(i) Debenture Holders:-					£	p
	Payment of £	per £	debenture			
	Payment of £	per £	debenture			
	Payment of £	per £	debenture			
(ii) Creditors:-					£	p
			*Preferential .....			
			*Unsecured:-    2			
Dividend(s) of		p in £ on				
£						
(The estimate of amount expected to rank for dividend was £						
(iii) Returns to Contributories:-					£	p
	£8.8668	p per £1 Ord.	† share			
		p per £	† share			
		p per £	† share			
Balance						
					£	
					88,255	15

Dated this 21st day of December 1988

Signature of Liquidator(s) *RP Emberton*

Address 19A ALEXANDRA COURT, MAIDA VALE, LONDON W9 1SQ

\*State number. Preferential Creditors need not be separately shown if all Creditors have been paid in full.  
†State nominal value and class of share.





# DISSOLVED

990443

DIVERSIFIED CORPORATE SERVICES LIMITED

The Liquidators Account and Return of Final Meeting  
having been registered, this Company is deemed, pursuant to  
section 585(5) / 595(6), as applicable, of the Companies Act  
1985 to be dissolved on the expiration of 3 months from the  
registration date shown below

*E L Beal*

E L BEAL (Mrs)  
for Registrar

RFM REGISTERED DATE

11/01/89

127

C25B

HC002

20/4/89

No. of Company 990143

(For details on this form see the "Annual Return Guide" (form 6B))

Form No. 6A  
(Filing fee £3)

COMPANIES LEGAL  
OFFICE

18  
THE COMPANIES ACTS 1948 TO 1967  
Annual return of a company having a share capital

Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of Diversified Corporate Services Limited,  
made up to the 10th March 1972 (being the fourteenth day after the date of the annual general meeting for the year 1970/71) (Note 1), ending 30th September, 1971  
\* Delete " Limited " if not applicable

1. Address of registered office (See also section 5 of this return)

Orchard House, 14 Great Smith Street, London, SW1P 3BU.

2. Summary of share capital and debentures

(a) Nominal Share Capital No. of shares 5,000 Class A Nominal value of each share  
(1) Nominal share capital £ 5,000 divided into

(b) Issued Share Capital and Debentures

(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ...

Number Class  
5,000 A

(3) Number of shares of each class issued subject to payment wholly in cash ...

5,000

(4) Number of shares of each class issued as fully paid up for a consideration other than cash ...

NIL

(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ...

£ Amount per share

NIL

(6) Number of shares (if any) of each class issued at a discount ...

NIL

(7) Amount of discount on the issue of shares which has not been written off at the date of this return ...

NIL

(8) Amount called up on number of shares of each class ...

£ Amount per share  
NIL

Number Class  
NIL NIL

(9) Total amount of calls received (Note 2) ...

NIL

Number Class

(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash ...

£ NIL on

(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash ...

£ NIL on

(12) Total amount of calls unpaid ...

NIL

(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ...

NIL

(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return ...

NIL

(15) Total number of shares of each class forfeited ...

Number Class  
NIL

(16) Total amount paid (if any) on shares forfeited ...

£ NIL

(17) Total amount of shares for which share warrants to bearer are outstanding ...

£ NIL

(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ...

£ NIL

Issued Surrendered

(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ...

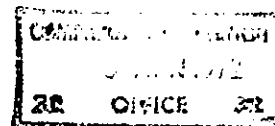
NIL

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ...

£ NIL

Presented by:

Presentor's reference:



2

4. List of past and present members (Notes 4, 5)

Folio in register ledger containing particulars	Names and addresses
1.	Colonel Alan Brooke Pemberton, Flat 5, 202 Old Brompton Rd, SW 5.
2.	John Richard Pilkington, Westbrook, Godalming, Surrey.
3.	Fulcra Finance Ltd, 24/32 King William Street, E.C.4.
4.	Bruce Stephen Burgess, 15 Manor Gardens, Hurstpierpoint, Sussex.

Number of amount of existing members of the Society (Notes 4, 5)
4,7

Not to be reserved for binding

List of past and present members (Notes 4, 5 and 6)

3

Account of shares				
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)			Remarks
	Number (Note 8)	Date of registration of transfer		
4,749	-	-	-	<u>to</u> Col. Pemberton
1	-	-	-	
250	1,250	9 Aug 71	-	
	-	-	-	

Main reserved for binding  
Main reserved for binding

4 Situation of the company's registers, etc., if kept at an address other than the registered office.

- (a) Register of members (Note 10)
  - (b) Register of debenture holders (Note 11)
  - (c) Register of directors' interests (Note 12)
  - (d) Copies of directors' service contracts (Note 13)
- AT the Registered Office.
- NIL

6. Particulars of directors of the company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	202 Old Brompton Road, London, S.W.5.	Director of: Secalan Enterprises, Secalan Engineering Designs Limited
John Richard Pilkington	Westbrook, Godalming, Surrey.	

Particulars of the secretary of the company at the date of this return	
Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
Alan Brooke Pemberton	202 Old Brompton Road, London, SW5.

CERTIFICATION

DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

- Delete if accounts etc. are not annexed
- Delete if not a Private Company
- Delete if the Number of Members of the Company does not exceed Fifty
- Please see note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return.

- A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.
- B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.
- C. We certify that the excess of the number of members of the Company over fifty consists wholly of persons who under Section 28 (1) (b) of the Companies Act 1948, are not to be included in the reckoning of fifty.
- D. We certify this Return and also that we have deleted those certificates which do not apply.

Signed John R. Pilkington Director

Alan Brooke Pemberton Secretary

5

DIRECTORS' REPORT AND ACCOUNTS

DIVERSIFIED CORPORATE SERVICES LIMITED

30 September 1971

Price Waterhouse & Co 3 Frederick's Place Old Jewry London EC2R 8DB

not an audited  
account

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bearing  
limited

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NOT APPLY

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Director

Secretary

6

DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT FOR THE PERIOD FROM 29 SEPTEMBER 1970 (DATE OF INCORPORATION) TO 30 SEPTEMBER 1971

DIRECTORS

Colonel AB Pemberton  
JR Pilkington

SECRETARY

Colonel AB Pemberton

REGISTERED OFFICE

14 Great Smith Street, London SW1

ACCOUNTS

The results for the period are as shown in the annexed accounts.

DIRECTORATE

The present directors are shown above and were appointed on 7 October 1970. Mr AGG Lomax was appointed a director on 20 January 1971 and resigned on 23 June 1971.

The present directors retire and, being eligible, offer themselves for re-election.

ISSUE OF SHARES.

On 7 October 1970, 100 shares of £1 each were issued for cash at par and on 20 January 1971 3,650 shares were issued for cash at par to the existing shareholders and 1,250 shares were issued for cash at £2 per share.

PRINCIPAL ACTIVITY

The company's principal activity is that of security consultants and the sale of related equipment.

CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By order of the board

AB Pemberton

Secretary

10th February, 1972

SM Duncan  
HM Angus  
CH Nicholson  
KA Buxton  
AB Lucas  
KJ Milligan  
MH Harris  
MA Coates  
GA Cherry  
DO Bailey

A Wilson  
AD Copley  
TR Watts  
AH Chapman  
JB Sewell  
TJ Bayliss  
PW Barrows  
TM Rawcliffe  
PL Ainger  
CI Brown

WGK Carter  
JL Road  
JH Bowman  
EW Barnes  
EJW Bridges  
FH King  
PJ Pullin  
GH Stacy  
P Granger  
DH North

CH Bailey  
EA Roberts  
WM Caldwell  
H Hughes  
AE Wheatley  
DP Morland  
MI Eckman  
MD Carr  
CH Duff

**Directors of  
Associated  
Companies**

BJ Docks  
BW Sayer  
P Holdstock  
AG Thorne

## Price Waterhouse & Co

3 Frederick's Place Old Jewry London EC2R 8DB  
Telephone: 01-606 6044 Telex: 884657

### REPORT OF THE AUDITORS TO THE MEMBERS OF DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion the annexed accounts give a true and fair view of the state of the company's affairs at 30 September 1971 and of its loss for the period from 29 September 1970 to 30 September 1971 and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUSE & CO.

Chartered Accountants

11th February, 1972



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DIVERSIFIED CORPORATE SERVICES LIMITED  
(formally Arborite Merchants Limited - incorporated 29 September 1970)

BALANCE SHEET - 30 SEPTEMBER 1971

FIXED ASSETS (note 2)		5,000
CURRENT ASSETS		
Stock (note 3)	3,498	
Debtors	5,390	
Balances at bank and in hand	<u>3,129</u>	
	12,017	
LESS: CURRENT LIABILITIES		
Creditors	3,803	
Directors' loan account	1,350	
Payments received in advance from clients	<u>10,310</u>	
	15,463	
		<u>(3,446)</u>
		<u>£1,554</u>
Represented by:		
SHARE CAPITAL		
Authorised and issued		
5,000 shares of £1 fully paid		5,000
RESERVES		
Share premium account (note 5)	1,250	
Profit and loss account - adverse balance	<u>(4,696)</u>	
		<u>(3,446)</u>
		<u>£1,554</u>

DIRECTORS  
AB Pemberton  
JR Pilkington

9

DIVERSIFIED CORPORATE SERVICES LIMITED  
(formally Arborite Merchants Limited - incorporated 29 September 1970)

PROFIT AND LOSS ACCOUNT FOR THE PERIOD FROM 29 SEPTEMBER 1970  
TO 30 SEPTEMBER 1971

TRADING LOSS FOR THE PERIOD		4,568
After charging		
Directors' emoluments (note 1)	5,576	
Depreciation	1,013	
Auditors' remuneration	175	
Loan interest	<u>235</u>	
ADD: FORMATION EXPENSES		<u>128</u>
ADVERSE BALANCE CARRIED FORWARD		<u><u>£4,696</u></u>

10  
DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1971

DIRECTORS' EMOLUMENTS

Directors' emoluments were as follows:

Fees	175
Management remuneration	<u>5,401</u>
	<u>£5,576</u>

2 FIXED ASSETS

<u>Cost</u>	<u>Furniture, fixtures and equipment</u>	<u>Motor vehicle</u>	<u>Total</u>
Additions during period	<u>5,313</u>	<u>700</u>	<u>6,013</u>
At 30 September 1971	<u>5,313</u>	<u>700</u>	<u>6,013</u>
<u>Depreciation</u>			
Charge for the period	<u>838</u>	<u>175</u>	<u>1,013</u>
At 30 September 1971	<u>838</u>	<u>175</u>	<u>1,013</u>
<u>Net book amount</u>			
At 30 September 1971	<u>£4,475</u>	<u>£525</u>	<u>£5,000</u>

3 STOCK

Stock is stated at the lower of cost and net realisable value.

4 TAXATION

The company has approximately £5,000 of tax losses carried forward at 30 September 1971.

5 SHARE PREMIUM ACCOUNT

On 20 January 1971 the company issued 1250 shares of £1 each at a premium of £1 per share.

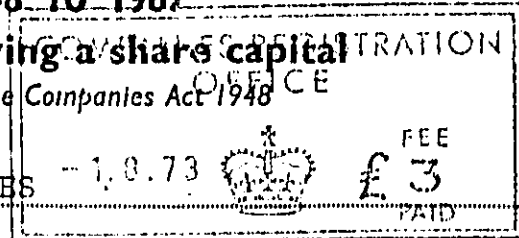
No. of Company 990443

(For notes on this form see the  
"Annual Return Guide" (form 6B))

THE COMPANIES ACTS 1948 TO 1967  
Annual return of a company having a share capital

Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of DIVERSIFIED CORPORATE SERVICES



Limited \*

made up to the 25th January 1973 (being the fourteenth day after the date of the annual general

meeting for the year 1972/73

\* Delete "Limited" if not applicable

1. Address of  
registered office  
(See also section 5 of this return)

Orchard House,  
14 Great Smith Street, London, S.W.1.

2. Summary of share capital and debentures

(a) Nominal Share Capital No. of shares 5,000 Class A Nominal value of each share £1

(1) Nominal share capital £5,000 divided into

(b) Issued Share Capital and Debentures

	Number	Class
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ...	5,000	A
(3) Number of shares of each class issued subject to payment wholly in cash ...	5,000	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ...	NIL	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ...	NIL	
(6) Number of shares (if any) of each class issued at a discount ...	NIL	
(7) Amount of discount on the issue of shares which has not been written off at the date of this return	NIL	£
(8) Amount called up on number of shares of each class ...	NIL	Class NIL
(9) Total amount of calls received (Note 2) ...	NIL	£
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	NIL	£
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash	NIL	£
(12) Total amount of calls unpaid ...	NIL	£
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ...	NIL	£
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return	NIL	£
(15) Total number of shares of each class forfeited ...	NIL	Class
(16) Total amount paid (if any) on shares forfeited ...	NIL	£
(17) Total amount of shares for which share warrants to bearer are outstanding ...	NIL	£
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ...	NIL	£
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ...	NIL	

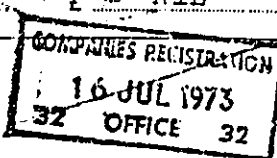
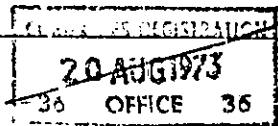
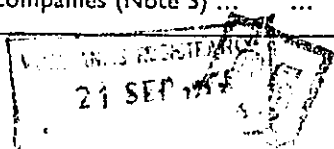
3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ...

Presented by:

Presenter's reference:

1024

Not a granddays 385743.



2

#### 4. List of Past and Present

Folio in register ledger containing particulars	Names and addresses
	<p>Ralph Frederick Austin, 'Mill Cottage', 88 High Street, Lenham, Maidstone, Kent.</p> <p>Bruce Stephen Burgess, 15 Manor Gardens, Hurstpierpoint, Sussex.</p> <p>Patricia Stephen Law, 16 Sinclair Mansions, Richmond Way, London, W.12.</p> <p>Colonel Alan Brooke Pemberton, 202 Old Brompton Road, London S.W.5.</p> <p>John Richard Pilkington, 'Westbrook', Godalming, Surrey.</p>

Margin reserved for binding

Margin reserved for binding

and Present

Members (Notes 4, 5 and 6)

3

enham,
Sussex.
y,
ndon S.W.5.

Margin reserved for binding

Margin reserved for binding

Account of shares				
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)		Remarks	
	Number (Note 8)	Date of registration of transfer		
		(a)	(b)	
125				
250				
100				
4,150	125	1/1/73		To Austin.
	100	1/1/73		To Law.
	374	5/5/72		To Pilkington.
375				

5. Situation of the company's registers, etc., if kept at an address other than the registered office.

(a) Register of members (Note 10)	At the Registered Offices.
(b) Register of debenture holders (Note 11)	
(c) Register of directors' interests (Note 12)	
(d) Copies of directors' service contracts (Note 13)	NIL

6. Particulars of directors of the company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton.	202 Old Brompton Road, London, S.W.5.	Director, Secalan Enterprises. Secalan Engineering Designs Ltd.
John Richard Pilkington.	'Westbrook', Godalming, Surrey.	
Roy Astley Richards.	The Presbytery, Medmenham, Marlow, Bucks.	

Particulars of the secretary of the company at the date of this return

Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
Alan Brooke Pemberton.	202 Old Brompton Road, London S.W.5.

#### CERTIFICATION

Delete if accounts etc. are  
not annexed

Delete if not a Private Company

Delete if the Number of Members of  
the Company does not exceed Fifty

Please see note 23 regarding the obligation  
to file certified copies of accounts and  
directors' reports with this return.

#### DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.

B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.

C. We certify that the excess of the number of members of the Company over fifty consists wholly of persons who under Section 28 (1) (b) of the Companies Act 1948, are not to be included in the reckoning of fifty.

D. We certify this Return and also that we have deleted those certificates which do not apply.

Signed Alan Brooke Pemberton Director

Roy Astley Richards Secretary

Companies 8

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DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 1972

DIRECTORS

Colonel AB Pemberton  
JR Pilkington  
R Astley-Richards

SECRETARY

Colonel AB Pemberton

REGISTERED OFFICE

14 Great Smith Street, London SW1P 3BU

ACCOUNTS

The results for the year are as shown in the annexed accounts.

DIRECTORATE

The directors are as shown above and have held office throughout the year with the exception of R Astley-Richards who was appointed on 9 May 1972.

R Astley-Richards having been appointed since the last Annual General Meeting, retires and being eligible, offers himself for re-election. Colonel AB Pemberton retires by rotation and, being eligible offers himself for re-election.

PRINCIPAL ACTIVITY

The company's principal activity is that of security consultants and the sale of related equipment.

CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By Order of the Board

AB Pemberton

Secretary

18 December 1972



SM Duncan  
CH Nicholson  
AB Lucas  
MR Harris  
MA Coates  
GA Cherry  
KA Buxton  
KJ Milligan  
A Wilson  
AD Copley  
TR Watts

AH Chapman  
JB Sewell  
FJ Bayliss  
PW Barrows  
TM Rawcliffe  
PL Anger  
CI Brown  
WOK Carter  
JL Read  
JH Bowman

EW Barnes  
EJW Bridges  
FH King  
PJ Pullin  
GH Stacy  
P Granger  
DH North  
CH Bailey  
EA Roberts  
WM Caldwell

H Hughes  
AE Wheatley  
DP Morland  
MJ Eckman  
MD Carr  
CH Gull  
MG Waller  
RW White  
CM Durley  
FEH Jackson

Directors of  
Associated  
Companies  
BJ Brocks  
DW Sayer  
P Holdstock  
AG Thorne

## Price Waterhouse & Co

3 Frederick's Place Old Jewry London EC2R 8DB  
Telephone: 01-606 6044 Telex: 084657

### REPORT OF THE AUDITORS TO THE MEMBERS OF DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion the annexed accounts gave a true and fair view of the state of the company's affairs at 30 September 1972 and of its profit for the year ended on that date and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUSE & CO.

Chartered Accountants

19th December, 1972

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DIVERSIFIED CORPORATE SERVICES LIMITED

BALANCE SHEET - 30 SEPTEMBER 1972

	<u>1971</u>		
	5,000	FIXED ASSETS (Note 1)	5,081
	-	TRADE INVESTMENT - at cost (Note 3)	5,000
		CURRENT ASSETS	
	3,498	Stock (Note 2)	5,852
	5,390	Debtors	10,453
	<u>3,129</u>	Balances at bank	<u>40,474</u>
	12,017		56,779
		LESS: CURRENT LIABILITIES	
	3,803	Creditors	8,410
	1,350	Directors' loan account	-
	10,310	Payments received in advance from clients	21,848
	-	Taxation payable 30 June 1973	<u>11,500</u>
	15,463		41,758
	<u>(3,446)</u>		<u>15,021</u>
	<u>£1,554</u>		<u>£25,102</u>
		Represented by:	
		SHARE CAPITAL	
	5,000	Authorised and issued 5,000 shares of £1 fully paid	5,000
		RESERVES	
	1,250	Share premium account	1,250
	<u>(4,696)</u>	Profit and loss account (1971 adverse)	<u>17,552</u>
	(3,446)		18,802
	-	DEFERRED TAXATION (Note 4)	<u>1,300</u>
	<u>£1,554</u>		<u>£25,102</u>
		DIRECTORS	
		AB Pemberton	
		JR Pilkington	

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DIVERSIFIED CORPORATE SERVICES LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 1972

<u>1971</u>			
(4,696)	PROFIT (LOSS) FOR THE YEAR		
	After charging		35,048
	Directors' emoluments	8,344	
5,576	Depreciation	1,903	
1,013	Auditors' remuneration	400	
175	Loan interest	<u>32</u>	
<u>235</u>	After crediting		
	Bank interest	<u>1,313</u>	
<u>58</u>	DEDUCT: TAXATION		
	Corporation tax (Note 4)	11,500	
	Transfer to deferred taxation	<u>1,300</u>	
			<u>12,800</u>
(4,696)	PROFIT (1971 LOSS) AFTER TAXATION		22,248
	DEDUCT: ADVERSE BALANCE BROUGHT FORWARD		<u>(4,696)</u>
<u>£(4,696)</u>	BALANCE CARRIED FORWARD (1971 ADVERSE)		<u>£17,552</u>

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DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1972

1 FIXED ASSETS

<u>Cost</u>	<u>Furniture, fixtures and equipment</u>	<u>Motor vehicle</u>	<u>Total</u>
Balance 1 October 1971	5,313	700	6,013
Additions during year	<u>1,984</u>	<u>-</u>	<u>1,984</u>
At 30 September 1972	<u>7,297</u>	<u>700</u>	<u>7,997</u>
<u>Depreciation</u>			
Balance 1 October 1971	838	175	1,013
Charge for the period	<u>1,728</u>	<u>175</u>	<u>1,903</u>
At 30 September 1972	<u>2,566</u>	<u>350</u>	<u>2,916</u>
<u>Net Book Amount</u>			
At 30 September 1972	<u>£4,731</u>	<u>£350</u>	<u>£5,081</u>
At 30 September 1971	<u>£4,475</u>	<u>£525</u>	<u>£5,000</u>

At 30 September 1972 the directors had authorised but not contracted for capital expenditure amounting to £21,000.

2 STOCK

Stock is stated at the lower of cost and net realisable value.

3 TRADE INVESTMENT

The directors' valuation of the trade investment at 30 September 1972 is equal to the cost.

4 TAXATION

The corporation tax charge is based on the profits of the year after taking account of tax losses of about £4,000 brought forward from the previous period. The deferred taxation represents tax at 40% on the difference between the tax written down value and the book written down values of fixed assets.

No. of Company.....990443

(For notes on this form see the  
"Annual Return Guide" (form 6B))

Form No. 6A  
(Filing fee £3)

**THE COMPANIES ACTS 1948 TO 1967**  
**Annual return of a company having a share capital**

Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of.....DIVERSIFIED CORPORATE SERVICES.....Limited\*,

made up to the.....27 February.....1974.....(being the fourteenth day after the date of the annual general  
meeting for the year 1974/75) (Note 1). ending 30 September 1973

\* Delete " Limited " if not applicable

1. Address of  
registered office Orchard House,  
(See also section 5 of this return) 14 Great Smith Street, London SW 1.

2. Summary of share capital and debentures

(a) Nominal Share Capital No. of shares 5,000 Class A £1 Nominal value of each share  
(1) Nominal share capital £5,000 divided into

(b) Issued Share Capital and Debentures

	Number	Class
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ... ..	5,000	A
(3) Number of shares of each class issued subject to payment wholly in cash ... ..	5,000	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ... ..	Nil	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ... ..	Nil	
(6) Number of shares (if any) of each class issued at a discount ... ..	Nil	
(7) Amount of discount on the issue of shares which has not been written off at the date of this return ... ..	Nil	
(8) Amount called up on number of shares of each class ... ..	5000	A
(9) Total amount of calls received (Note 2) ... ..	5000	
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash ... ..	Nil	
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash ... ..	Nil	
(12) Total amount of calls unpaid ... ..	Nil	
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ... ..	Nil	
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return ... ..	Nil	
(15) Total number of shares of each class forfeited ... ..	Nil	
(16) Total amount paid (if any) on shares forfeited ... ..	Nil	
(17) Total amount of shares for which share warrants to bearer are outstanding ... ..	Nil	
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ... ..	Issued ... Nil Surrendered ... Nil	
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ... ..	Nil	

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ... .. Nil

Presented by:

Presenter's reference:

COMPANIES REGISTRATION  
- 3 MAR 1974  
2 GRACE 2

NAT + GRIND 457417

#### 4. List of Past and Present

Membe

2

Folio in register ledger containing particulars	Names and addresses
	<p>Ralph Fredrick Austin</p> <p>Mill Cottage, 88 High Street, Lenham, Maidstone, Kent.</p> <p>Bruce Stephen Burgess</p> <p>15 Manor Gardens, Hurstpierpoint, Sussex.</p> <p>Patricia Stephen Law</p> <p>16 Sinclair Mansions, Richmond Way, London, W 12.</p> <p>Colonel Alan Brooke Pemberton</p> <p>202 Old Brompton Road, London S.W. 5.</p> <p>John Richard Pilkington,</p> <p>Westbrook, Godalming Surrey.</p>

Margin reserved for binding

Margin reserved for binding

Present

Members (Notes 4, 5 and 6)

3

Account of shares				
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the Incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)		Remarks	
	Number (Note 8)	Date of registration of transfer		
		(a)	(b)	
125				
250				
100				
4,525				
-	375		9:7:73	To PEMBERTON
5000				

Margin reserved for binding

Margin reserved for binding

5. Situation of the company's registers, etc., if kept at an address other than the registered office.

(c) Register of members (Note 10) )

(b) Register of debenture holders (Note 11) ) At the Registered Offices

4 (c) Register of directors' interests (Note 12) )

(d) Copies of directors' service contracts (Note 13) ) NIL

6. Particulars of directors of the company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
ALAN BROOKE PEMBERTON		DIRECTOR Communication Security Limited.
ROY ASTLEY RICHARDS		Secalan Engineering Designs Limited.

Particulars of the secretary of the company at the date of this return

Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
PATRICIA STEPHEN LAW	16 Sinclair Mansions Richmond Way London, W 12.

CERTIFICATION

DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

- Delete if accounts etc. are not annexed ▶
- Delete if not a Private Company ▶
- Delete if the Number of Members of the Company does not exceed Fifty ▶
- Please see note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return. ▶

- A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.
- B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.
- C. ~~We certify that the excess of the number of members of the Company over fifty consists wholly of persons who under Section 28 (1) (b) of the Companies Act 1948, are not to be included in the reckoning of fifty.~~
- D. We certify this Return and also that we have deleted those certificates which do not apply.

Signed Alan Pemberton Director

Law Secretary

Companies 8



. DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED  
30 SEPTEMBER 1973

DIRECTORS

Colonel AB Pemberton  
R Astley-Richards

SECRETARY

Miss P Law

REGISTERED OFFICE

14 Great Smith Street, London SW1P 3BU

ACCOUNTS

The results for the year and the financial position of the group and of the company are as shown in the annexed accounts. The directors do not recommend the payment of a dividend.

DIRECTORS

The present directors are as shown above. JR Pilkington was a director until he resigned on 29 June 1973. R Astley-Richards retires by rotation and, being eligible, offers himself for re-election. At 30 September 1972 and 1973 AB Pemberton held 4,525 shares in the company.

SUBSIDIARY COMPANY

During 1973 the company acquired the whole of the issued share capital of Communication Security Limited.

PRINCIPAL ACTIVITIES

The group's principal activities are those of security consultants and the sale of related equipment.

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DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED  
30 SEPTEMBER 1973 (continued)

CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By order of the board,

Miss P Law

Secretary

3 3rd January. 1974

## Price Waterhouse & Co

**3 Frederick's Place Old Jewry London EC2R 8DB**  
**Telephone: 01-606 6044 Telex: 884657**

## AUDITORS' REPORT

In our opinion the annexed accounts give a true and fair view of the state of affairs at 30 September 1973 and of its loss for the year then ended of the company and of the group and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUSE & CO.  
Chartered Accountants

5 0th January, 1974

[illegible]

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED BALANCE SHEET - 30 SEPTEMBER 1973

FIXED ASSETS (Note 2)		33,323
TRADE INVESTMENT (Note 3)		1
CURRENT ASSETS		
Stock (Note 5)	3,455	
Debtors	23,892	
Balances at bank	<u>3,332</u>	
	30,679	
LESS: CURRENT LIABILITIES		
Creditors	10,982	
Payments received in advance from clients	7,413	
Taxation	150	
Loan from director	<u>5,373</u>	
	23,918	
		<u>6,761</u>
		<u>£40,085</u>
Represented by:		
SHARE CAPITAL		
Authorised, issued and fully paid 5,000 shares of £1 each		5,000
RESERVES		
Share premium account	1,250	
Profit and loss account	<u>335</u>	
		4,285
DEFERRED TAXATION (Note 6)		1,300
BANK LOAN (Note 8)		<u>29,500</u>
		<u>£40,085</u>

# DIVERSIFIED CORPORATE SERVICES LIMITED

## BALANCE SHEET - 30 SEPTEMBER 1973

1972			
5,081	FIXED ASSETS (Note 2)		33,114
5,000	TRADE INVESTMENT (Note 3)		1
	INTEREST IN SUBSIDIARY (Note 4)		
	Shares at cost	300	
	Loan account	<u>2,700</u>	3,000
	CURRENT ASSETS		
5,852	Stock (Note 5)	3,155	
10,453	Debtors	23,841	
40,474	Balances at bank	<u>2,585</u>	
56,779		<u>29,581</u>	
	LESS: CURRENT LIABILITIES		
8,410	Creditors	10,515	
21,848	Payments received in advance from clients	7,413	
11,500	Taxation	<u>150</u>	
41,758		<u>18,078</u>	
			<u>11,503</u>
			<u>£47,618</u>
	Represented by:		
	SHARE CAPITAL		
5,000	Authorised, issued and fully paid 5,000 shares of £1 each		5,000
	RESERVES		
1,250	Share premium account	1,250	
17,552	Profit and loss account	<u>10,568</u>	
18,802			11,818
	BANK LOAN (Note 8)		29,500
1,300	DEFERRED TAXATION (Note 6)		1,300
	DIRECTORS		
	AB Pemberton		
£25,102	R Astley-Richards		<u>£47,618</u>

DIVERSIFIED CORPORATE SERVICES LIMITED

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CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE  
YEAR ENDED 30 SEPTEMBER 1973

TRADING LOSS BEFORE EXCEPTIONAL ITEMS		1,382
after charging:		
Directors' emoluments (Note 7)	8,273	
Depreciation	2,046	
Auditors' remuneration	650	
Loan interest	<u>550</u>	
after crediting:		
Bank interest	1,014	
Profit on sale of fixed assets	<u>154</u>	
ADD: TAXATION (Note 6)		
Corporation tax	150	
Prior year adjustment	<u>(132)</u>	
		<u>18</u>
TRADING LOSS AFTER TAXATION BEFORE EXCEPTIONAL ITEMS		1,400
EXCEPTIONAL ITEMS		
Trade investment written off (Note 3)	9,035	
Premium on acquisition of a subsidiary written off	<u>4,082</u>	
		<u>13,117</u>
LOSS FOR THE YEAR (of which £6,984 has been dealt with in the accounts of the holding company)		14,517
BALANCE BROUGHT FORWARD		<u>17,552</u>
BALANCE CARRIED FORWARD		<u>£3,035</u>

DIVERSIFIED CORPORATE SERVICES LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR  
ENDED 30 SEPTEMBER 1973

1972			
35,048	TRADING PROFIT FOR THE YEAR BEFORE EXCEPTIONAL ITEM		2,069
	after charging:		
8,344	Directors' emoluments (Note 7)	8,273	
1,903	Depreciation	2,023	
400	Auditors' remuneration	600	
32	Loan interest	550	
	after crediting:		
1,313	Bank interest	1,014	
-	Profit on sale of fixed assets	154	
	DEDUCT: TAXATION (Note 6)		
11,500	Corporation tax	150	
-	Prior year adjustment	(132)	
1,300	Transfer to deferred taxation	-	
12,800			18
22,248	TRADING PROFIT AFTER TAXATION BEFORE EXCEPTIONAL ITEM		2,051
	DEDUCT: EXCEPTIONAL ITEM		
-	Trade investment written off (Note 3)		9,035
22,248	LOSS (1972 PROFIT) AFTER TAXATION AND EXCEPTIONAL ITEM		(6,984)
(4,696)	ADD (1972 DEDUCT): BALANCE BROUGHT FORWARD		17,552
£17,552	BALANCE CARRIED FORWARD		£10,568

DIVERSIFIED CORPORATE SERVICES LIMITED

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NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1973

1 ACCOUNTS

The consolidated accounts include the accounts of the holding company for the year ended 30 September 1973 and of its subsidiary for the eleven month period ended 30 September 1973.

2 FIXED ASSETS

	Freehold property	Furniture fixtures and equipment	Motor vehicle	Total
COMPANY				
<u>Cost</u>				
Balance 1 October 1972	-	7,297	700	7,997
Additions	27,965	1,179	1,262	30,406
Disposals	-	-	700	700
Balance 30 September 1973	27,965	8,476	1,262	37,703
<u>Depreciation</u>				
Balance 1 October 1972	-	2,566	350	2,916
Depreciation on disposals	-	-	350	350
Charge for the year	-	1,786	237	2,023
Balance 30 September 1973	-	4,352	237	4,589
Net book amount	£27,965	£4,124	£1,025	£33,114
GROUP				
<u>Cost</u>				
Balance 1 October 1972	-	7,297	700	7,997
Acquired in subsidiary	-	322	-	322
Additions	27,965	1,411	1,262	30,638
Disposals	-	(322)	(700)	(1,022)
Balance 30 September 1973	27,965	8,708	1,262	37,935
<u>Depreciation</u>				
Balance 1 October 1972	-	2,566	350	2,916
Acquired in subsidiary	-	321	-	321
Charge for the year	-	1,809	237	2,046
Depreciation on disposals	-	(321)	(350)	(671)
Balance 30 September 1973	-	4,375	237	4,612
Net book amount	£27,965	£4,333	£1,025	£33,323



DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1973 (continued)

3 TRADE INVESTMENT

Unquoted shares, at cost - 1 October 1972	5,000
Further shares taken up during the year	<u>4,036</u>
	9,036
Less: Amount written off during the year	<u>9,035</u>
Balance at 30 September 1973	<u>1</u>

4 SUBSIDIARY

The company acquired the whole of the issued share capital of Communication Security Limited during the year, at a cost of £300.

5 STOCK

Stock is stated at the lower of cost and net realisable value.

6 TAXATION

The taxation charge arises in the parent company and is based on its results of the year after approximately £2,300 of taxation losses have been utilised by way of group relief from the subsidiary.

The deferred taxation represents tax on the difference between the tax written down value and the book written down value of fixed assets.

7 DIRECTORS' EMOLUMENTS

	1973	1972
Management remuneration	7,773	8,344
Compensation for loss of office	<u>500</u>	<u>-</u>
	<u>£8,273</u>	<u>£8,344</u>

8 BANK LOAN

The bank loan is secured on the freehold property of the company and is repayable within 5 years.

No. of Company..... 990443

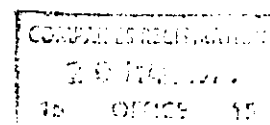
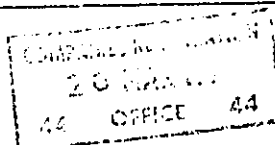
(For notes on this form see the  
"Annual Return Guide" (form 6B))**THE COMPANIES ACTS 1948 TO 1967**  
**Annual return of a company having a share capital**  
Pursuant to Sections 124, 126 and 127 of the Companies Act 1948Annual return of..... **DIVERSIFIED CORPORATE SERVICES** ..... Limited \*  
made up to the..... **26th MARCH** ..... 19..... **75** (being the fourteenth day after the date of the annual general meeting for the year 19..... **74/75** (Note 1).  
\* Delete " Limited " if not applicable1. Address of  
registered office  
(See also section 5 of this return)**ORCHARD HOUSE, 14 GREAT SMITH STREET, LONDON SW1**

## 2. Summary of share capital and debentures

		No. of shares	5,000	Class	A @ £1	Nominal value of each share
(a) Nominal Share Capital						
(1) Nominal share capital £..... 5,000 ..... divided into						
(b) Issued Share Capital and Debentures				Number	Class	
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ... ..				5,000	A	
(3) Number of shares of each class issued subject to payment wholly in cash ... ..				5,000		
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ... ..				NIL		
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ... ..		£	Amount per share	NIL		
(6) Number of shares (if any) of each class issued at a discount ... ..				NIL		
(7) Amount of discount on the issue of shares which has not been written off at the date of this return				NIL		£
(8) Amount called up on number of shares of each class ... ..		£	Amount per share	Number	Class	
			One	5,000		
(9) Total amount of calls received (Note 2) ... ..						£ 6,250
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash				Number	Class	
				NIL		
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash						£ NIL
(12) Total amount of calls unpaid ... ..						£ NIL
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ... ..						£ NIL
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return						£ NIL
(15) Total number of shares of each class forfeited ... ..				Number	Class	
				NIL		
(16) Total amount paid (if any) on shares forfeited ... ..						£ NIL
(17) Total amount of shares for which share warrants to bearer are outstanding ... ..						£ NIL
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ... ..				Issued		£ NIL
				Surrendered		£ NIL
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ... ..						
3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ... ..						£ 15,500

Presented by:

Presenter's reference:



#### 4. List of Past and Present

Folio in register ledger containing particulars	Names and addresses
	<p data-bbox="591 834 1051 876"><u>PARTICULARS OF CHANGE ONLY</u></p> <p data-bbox="591 976 981 1011">RALPH FREDERICK AUSTIN</p> <p data-bbox="591 1117 966 1152">BRUCE STEPHEN BURGESS</p> <p data-bbox="591 1258 953 1293">PATRICIA STEPHEN LAW</p> <p data-bbox="591 1399 1108 1434">COLONEL ALAN BROOKE PEMBERTON</p> <hr data-bbox="591 1484 1702 1490"/> <p data-bbox="591 1531 1178 1608">DAVID CARRUTHERS PEMBERTON 202 Old Brompton Road, London SW5</p>

Margin reserved for binding.

Margin reserved for binding.

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## Members (Notes 4, 5 and 6)

Account of shares				
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)		Remarks	
	Number (Note 8)	Date of registration of transfer		
		(a)	(b)	
-----	125		24/6/74	TO: Col. A.B. PEMBERTON
-----	249		7/8/74	Col. A.B. PEMBERTON
-----	100		1/5/74	Col. A.B. PEMBERTON
4999	1		7/8/74	D.C. PEMBERTON
1				
-----				
5,000				

Margin reserved for binding

Margin reserved for binding

5. Situation of the company's registers, etc., if kept at an address other than the registered office.

(a) Register of members (Note 10)	)	
(b) Register of debenture holders (Note 11)	)	
(c) Register of directors' interests (Note 12)	)	AT THE REGISTERED OFFICE
(d) Copies of directors' service contracts (Note 13)	)	

6. Particulars of directors of the company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
ALAN BROOKE PEMBERTON		DIRECTOR COMMUNICATION SECURITY LTD SECALAN ENGINEERING DESIGNS LTD
ROY ASTLEY RICHARDS		DIRECTOR NIL
JOHN EVELYN ANDERSON		DIRECTOR NIL

Particulars of the secretary of the company at the date of this return

Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
MARGARET PATRICIA CRAIG	1.1 CAMBRIDGE PLACE, LONDON W8

#### CERTIFICATION

#### DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

Delete if accounts etc. are not annexed

STET.

A. We certify that there is annexed hereto a true copy of ~~every~~ Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including ~~every~~ document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.

Delete if not a Private Company

B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.

Delete if the Number of Members of the Company does not exceed Fifty

C. We certify that the excess of the number of ~~members of the~~ Company over fifty consists wholly of persons who under Section 23 (1) (b) of the Companies Act 1945, are not to be included in the reckoning of fifty.

D. We certify this Return and also that we have deleted those certificates which do not apply.

Please see note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return.

Signed Alan Pemberton Director

M.P. Craig Secretary

Companies 3

# Directors' Report and Accounts

DIVERSIFIED CORPORATE SERVICES LIMITED

30 September 1974

Price Waterhouse & Co 3 Frederick's Place Old Jewry London EC2R 8DB

DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED  
30 SEPTEMBER 1974

DIRECTORS

Colonel A. Pemberton  
R Astley-Richards  
Major General Sir John Anderson

SECRETARY

Miss MP Craig

REGISTERED OFFICE

14 Great Smith Street, London SW1P 3BU

ACCOUNTS

The results for the year and the financial position of the group and of the company are as shown in the annexed accounts. The directors do not recommend the payment of a dividend.

DIRECTORS

The present directors are as shown above. Colonel AB Pemberton retires by rotation and, being eligible, offers himself for re-election. At 30 September 1973 and 30 September 1974 AB Pemberton held respectively 4,525 and 4,999 shares in the company.

PRINCIPAL ACTIVITIES

The group's principal activities are those of security consultants and the sale of related equipment.

CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By Order of the Board

Miss MP Craig  
Secretary

# Price Waterhouse & Co

3 Frederick's Place Old Jewry London EC2  
Telephone: 01-606 6044 Telex: 884657

## AUDITORS' REPORT TO THE MEMBERS OF DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion the annexed accounts give a true and fair view of the state of affairs at 30 September 1974 and of its profit for the year then ended of the company and of the group and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUSE & CO

Chartered Accountants

18 JANUARY 1975

London  
Glasgow  
Manchester  
Newcastle  
Director of Associated Companies



DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED BALANCE SHEET - 30 SEPTEMBER 1974

1973			
33,323	FIXED ASSETS (Note 2)		33,089
1	TRADE INVESTMENT (Note 4)		1
	CURRENT ASSETS		
3,455	Stock (Note 6)	4,429	
23,892	Debtors	8,999	
3,332	Balances at bank	18,962	
30,679		32,390	
	LESS: CURRENT LIABILITIES		
10,982	Creditors	24,584	
7,413	Payments received in advance from clients	716	
150	Taxation	3,288	
5,373	Loan from director	5,373	
23,918		33,961	
6,761	NET CURRENT LIABILITIES (1973 ASSETS)		(1,571)
£40,085			£31,519
	Represented by:		
	SHARE CAPITAL		
5,000	Authorised, issued and fully paid 5,000 shares of £1 each		5,000
	RESERVES		
1,250	Share premium account	1,250	
3,035	Retained earnings (Note 3)	5,769	
4,285		7,019	
1,300	DEFERRED TAXATION (Note 7)		1,000
29,500	BANK LOAN (Note 8)		18,500
£40,085			£31,519

DIVERSIFIED CORPORATE SERVICES LIMITED

BALANCE SHEET - 30 SEPTEMBER 1974

1973			
33,114	FIXED ASSETS (Note 2)		32,926
1	TRADE INVESTMENT (Note 4)		1
	INTEREST IN SUBSIDIARY (Note 5)		
300	Shares at cost	300	
<u>2,700</u>	Loan account	<u>3,700</u>	
3,000		4,000	
<u>-</u>	LESS: PROVISION	<u>4,000</u>	-
3,000			
	CURRENT ASSETS		
3,155	Stock (Note 6)	3,763	
23,841	Debtors	8,135	
<u>2,585</u>	Balances at bank	<u>18,932</u>	
<u>29,581</u>		<u>30,830</u>	
	LESS: CURRENT LIABILITIES		
10,515	Creditors	23,788	
7,413	Payments received in advance from clients	716	
<u>150</u>	Taxation	<u>3,288</u>	
<u>18,078</u>		<u>27,792</u>	
<u>11,503</u>	NET CURRENT ASSETS		<u>3,038</u>
<u>£47,618</u>			<u>£35,965</u>
	Represented by:		
	SHARE CAPITAL		
5,000	Authorised, issued and fully paid 5,000 shares of £1 each		5,000
	RESERVES		
1,250	Share premium account	1,250	
<u>10,568</u>	Retained earnings (Note 3)	<u>10,215</u>	11,465
11,818			
29,500	BANK LOAN (Note 9)		18,500
1,300	DEFERRED TAXATION (Note 7)		1,000
	DIRECTORS		
	AB Pemberton		
	R Astley-Richards		
<u>£47,618</u>			<u>£35,965</u>

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30 SEPTEMBER 1974

1973		
<u>£147,171</u>	TURNOVER (Note 1)	<u>£144,613</u>
(1,382)	TRADING PROFIT (1973 LOSS) BEFORE EXCEPTIONAL ITEMS	5,572
	after charging:	
8,273	Directors' emoluments (Note 8)	6,927
2,046	Depreciation	2,489
650	Auditors' remuneration	800
<u>550</u>	Loan interest	<u>4,011</u>
	TAXATION (Note 7)	
150	Corporation tax	3,200
(132)	Prior year adjustment	(62)
<u>18</u>	Deferred taxation	<u>(300)</u>
		<u>2,838</u>
(1,400)	TRADING PROFIT (1973 LOSS) AFTER TAXATION BEFORE EXCEPTIONAL ITEMS	2,734
	EXCEPTIONAL ITEMS	
(9,035)	Trade investment written off (Note 4)	-
(4,082)	Premium on acquisition of a subsidiary written off	-
<u>(13,117)</u>		<u>-</u>
(14,517)	PROFIT (1973 LOSS)	2,734
17,552	BALANCE BROUGHT FORWARD	3,035
<u>£3,035</u>	BALANCE CARRIED FORWARD	<u>£5,769</u>

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1974

1 TURNOVER

Turnover represents the total amounts invoiced to customers.

2 FIXED ASSETS

	<u>Freehold property</u>	<u>Furniture fixtures and equipment</u>	<u>Motor vehicles</u>	<u>Total</u>
COMPANY				
<u>Cost</u>				
Balance 1 October 1973	27,965	8,476	1,262	37,703
Additions	-	505	1,750	2,255
Disposals	-	-	-	-
Balance 30 September 1974	27,965	8,981	3,012	39,958
<u>Depreciation</u>				
Balance 1 October 1973	-	4,352	237	4,589
Depreciation on disposals	-	-	-	-
Charge for the year	-	2,018	425	2,443
Balance 30 September 1974	-	6,370	662	7,032
Net book amount	<u>£27,965</u>	<u>£2,611</u>	<u>£2,350</u>	<u>£32,926</u>
GROUP				
<u>Cost</u>				
Balance 1 October 1973	27,965	8,708	1,262	37,935
Additions	-	505	1,750	2,255
Disposals	-	-	-	-
Balance 30 September 1974	27,965	9,213	3,012	40,190
<u>Depreciation</u>				
Balance 1 October 1973	-	4,375	237	4,612
Charge for the year	-	2,064	425	2,489
Depreciation on disposals	-	-	-	-
Balance 30 September 1974	-	6,439	662	7,101

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1974 (CONTINUED)

2 FIXED ASSETS (CONTINUED)

	Freehold property	Furniture fixtures and equipment	Motor vehicles	Total
Net book amount	£27,965	£2,774	£2,350	£33,089

Depreciation is provided in order to write off the cost of the fixed assets in equal instalments over their estimated useful lives.

3 RETAINED EARNINGS

The movements during the year were as follows:-

	Company	Group
Balance brought forward	10,568	3,035
Profits retained during the year	3,647	2,734
Provision against losses of subsidiary	(4,000)	-
	£10,215	£5,769

4 TRADE INVESTMENT

Unquoted shares at cost	9,036
Less: Amount written off at 30 September 1973	9,035
Balance at 30 September 1974	1

5 SUBSIDIARY

The company owns the whole of the issued share capital of Communication Security Limited.

6 STOCK

Stock is stated at the lower of cost and net realisable value.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1974 (CONTINUED)

7 TAXATION

The taxation charge arises in the parent company and is based on its results of the year after approximately £900 (1973 £7,300) of taxation losses have been utilised by way of group relief from the subsidiary.

The deferred taxation represents tax on the difference between the tax written down value and the book written down value of fixed assets.

8 DIRECTORS' EMOLUMENTS

Directors emoluments comprise:

	<u>1974</u>	<u>1973</u>
Management remuneration	6,927	7,773
Compensation for loss of office	<u>7</u>	<u>500</u>
	<u>£6,927</u>	<u>£8,273</u>
Management remuneration:		
Chairman	£4,497	
Other directors:		
£1 - £2,500		2

9 BANK LOAN

The bank loan is secured on the freehold property of the company and is repayable within 5 years.

~~99110~~ 990443

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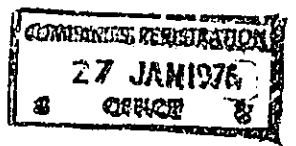
# Directors' Report and Accounts

DIVERSIFIED CORPORATE SERVICES LIMITED

30 September 1975



Price  
Waterhouse & Co.



DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 1975

The directors present their report and the accounts for the year ended 30 September 1975.

DIRECTORS

Directors during the year were as follows:

Colonel AB Pemberton, MBE  
R Astley Richards, OBE  
Major General Sir John Anderson KBE, C.Eng, FIEE

R Astley Richards retires by rotation in accordance with the Articles of Association and, being eligible, offers himself for re-election.

DIRECTORS' INTERESTS

At 1 October 1974 and at 30 September 1975 Colonel AB Pemberton was (either directly or indirectly) interested in 4,999 and 4,900 shares of the company respectively.

ACTIVITIES

The group's principal activities were those of security consultants and the sale of related equipment.

TRADING RESULTS AND DIVIDEND

Trading results for the year may be summarised as follows:

Group profit before taxation	4,178
Taxation	1,450
Group profit after taxation	2,728
Retained profits brought forward	5,769
Amount available for distribution	<u>£8,497</u>

The directors do not recommend the payment of a dividend and they propose that the balance of £8,49 should be carried forward.

COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.




DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 1975 (CONTINUED)

AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By Order of the Board

  
MP Craig  
Secretary

22 December 1975



SOUTHWARK TOWERS,  
32 LONDON BRIDGE STREET,  
LONDON SE1 0SY

AUDITORS' REPORT TO THE MEMBERS OF  
DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion the accounts and notes set out on pages 4 to 11 give a true and fair view of the state of affairs of the company and of the group at 30 September 1975 and of the profit and the source and application of funds of the group for the year then ended and comply with the Companies Acts 1948 and 1967.

*Price Waterhouse & Co.*

Chartered Accountants

22 December 1975

DIVERSIFIED CORPORATE SERVICES LIMITED AND ITS SUBSIDIARY

CONSOLIDATED BALANCE SHEET - 30 SEPTEMBER 1975

	NOTES	1975	1974
ASSETS EMPLOYED:			
FIXED ASSETS	2	31,619	33,088
CURRENT ASSETS			
Stocks		4,212	4,429
Receivables		8,771	8,999
Bank and cash		11,279	18,962
		<u>24,262</u>	<u>32,390</u>
LESS: CURRENT LIABILITIES			
Payables		13,407	24,584
Receipts in advance		1,188	716
Taxation	4	5,050	3,288
Loan from director		<u>5,023</u>	<u>5,373</u>
		<u>24,668</u>	<u>33,961</u>
NET CURRENT LIABILITIES		(406)	(1,571)
		<u>£31,213</u>	<u>£31,519</u>
FINANCED BY:			
SHARE CAPITAL			
Authorised, issued and fully paid Shares of £1 each		5,000	5,000
RESERVES	5	<u>9,747</u>	<u>7,019</u>
		14,747	12,019
DEFERRED TAXATION		600	1,000
BANK LOAN	6	15,866	18,500
		<u>£31,213</u>	<u>£31,519</u>

DIVERSIFIED CORPORATE SERVICES LIMITED

BALANCE SHEET - 30 SEPTEMBER 1975

	NOTES	1975	1974
ASSETS EMPLOYED:			
FIXED ASSETS	2	31,503	32,026
SUBSIDIARY COMPANY	3	-	-
CURRENT ASSETS			
Stocks		2,478	3,763
Receivables		7,524	8,136
Bank and cash		<u>8,273</u>	<u>18,932</u>
		18,275	30,831
LESS: CURRENT LIABILITIES			
Payables		11,523	23,788
Receipts in advance		1,188	716
Taxation	4	<u>5,050</u>	<u>3,288</u>
		17,761	27,792
NET CUF	5	<u>514</u>	<u>3,039</u>
		<u>£32,017</u>	<u>£35,965</u>
FINANCED BY:			
SHARE CAPITAL			
Authorised, issued and fully paid Shares of £1 each		5,000	5,000
RESERVES	5	<u>10,551</u>	<u>11,465</u>
		15,551	16,465
DEFERRED TAXATION		600	1,000
BANK LOAN	6	15,866	18,500
DIRECTORS			
AB Pemberton			
R Astley Richards		<u>£32,017</u>	<u>£35,965</u>

DIVERSIFIED CORPORATE SERVICES LIMITED AND ITS SUBSIDIARY

CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30 SEPTEMBER 1975

	ES	1975	1974
TURNOVER	.	<u>£140,875</u>	<u>£144,613</u>
PROFIT BEFORE TAXATION		4,178	5,572
After charging:			
Directors' emoluments	7	7,084	6,927
Depreciation	2	2,056	2,489
Auditors' remuneration		700	800
Bank interest payable		3,347	4,011
Bank balance irrecoverable upon insolvency		<u>1,508</u>	<u>-</u>
TAXATION	4	1,450	2,838
PROFIT AFTER TAXATION	5	<u>£2,728</u>	<u>£2,734</u>

DIVERSIFIED CORPORATE SERVICES LIMITED AND ITS SUBSIDIARY

CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 31 DECEMBER 1975

	1975	1974
<b>SOURCES OF FUNDS</b>		
Profit before tax	4,178	5,572
Adjustments for items not involving the movement of funds:		
Trade investment write off	1	-
Depreciation	<u>2,056</u>	<u>2,489</u>
	2,057	2,489
	<u>6,235</u>	<u>8,061</u>
<b>APPLICATION OF FUNDS</b>		
Tax paid	(88)	-
Purchase of fixed assets (net)	<u>(586)</u>	<u>(2,255)</u>
	(674)	(2,255)
	<u>5,561</u>	<u>5,806</u>
<b>INCREASE/DECREASE IN WORKING CAPITAL</b>		
Increase (decrease) in stocks	(217)	74
Decrease in receivables	(228)	,893)
Decrease (increase) in payables	10,705	,905)
Decrease in director's loan	<u>350</u>	<u>-</u>
	10,610	(20,824)
Movement in net liquid funds		
Increase (decrease) in cash balances	(7,683)	15,630
Decrease in bank loan	<u>2,634</u>	<u>11,000</u>
	(5,049)	26,630
	<u>£5,561</u>	<u>£5,806</u>

DIVERSIFIED CORPORATE SERVICES LIMITED AND ITS SUBSIDIARY

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975

1 ACCOUNTING POLICIES

The accounting policies of the company and of its subsidiary which are consistent with those employed in previous years are as follows:

(a) Basis of consolidation

Goodwill arising on consolidation is written off against retained earnings.

(b) Depreciation

No provision is made for depreciation of freehold property. Other fixed assets are depreciated at rates designed to write off the cost over their estimated useful lives on the straight line method.

(c) Stocks

Stocks are stated at the lower of cost and net realisable value.

(d) Deferred taxation

This represents tax at the current rate on the excess of capital allowances claimed for tax purposes over the corresponding depreciation provided on fixed assets and on other timing differences.

(e) Turnover

Turnover represents the total amount invoiced to customers.

2 FIXED ASSETS

COMPANY	Freehold property	Furniture fixtures and equipment	Motor vehicles	Total
1 October 1974	27,965	8,981	3,012	39,958
Additions	-	712	-	712
Disposals	-	(543)	-	(543)
30 September 1975	27,965	9,150	3,012	40,127

DIVERSIFIED CORPORATE SERVICES LIMITED AND ITS SUBSIDIARY

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975 (CONTINUED)

2 FIXED ASSETS (CONTINUED)

	<u>Freehold property</u>	<u>Furniture fixtures and equipment</u>	<u>Motor vehicles</u>	<u>Total</u>
Depreciation				
1 October 1974	-	6,370	662	7,032
Charge for the year	-	1,257	753	2,010
Disposals	-	(418)	-	(418)
30 September 1975	-	7,209	1,415	8,624
Net book amount 30 September 1975	£27,965	£1,941	£1,597	£31,503
GROUP				
Cost				
1 October 1974	27,965	9,213	3,012	40,190
Additions	-	712	-	712
Disposals	-	(543)	-	(543)
30 September 1975	27,965	9,382	3,012	40,359
Depreciation				
1 October 1974	-	6,440	662	7,102
Charge for year	-	1,303	753	2,056
Disposals	-	(418)	-	(418)
30 September 1975	-	7,325	1,415	8,740
Net book amount 30 September 1975	£27,965	£2,057	£1,597	£31,619



DIVERSIFIED CORPORATE SERVICES LIMITED AND ITS SUBSIDIARY

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975 (CONTINUED)

3 SUBSIDIARY COMPANY

The company owns the whole of the issued share capital of Communication Security Limited.

	<u>1975</u>	<u>1974</u>
Cost of shares	300	300
Loan of account	<u>5,321</u>	<u>3,700</u>
	5,621	4,000
Less provision	<u>5,621</u>	<u>4,000</u>
	-	-

4 TAXATION

(a) The corporation tax liability is payable as follows:

	<u>1975</u>	<u>1974</u>
Currently payable	3,200	88
1 July 1976	<u>1,850</u>	<u>3,200</u>
	£5,050	£3,288

(b) The charge for taxation is based on the profit for the year after the benefit of losses of earlier years available in the subsidiary.

Corporation tax:

Current year at 42%	1,850	3,200
Previous year's adjustment	-	(62)
Deferred tax	<u>(400)</u>	<u>(300)</u>
	£1,450	£2,838

(c) At 30 September 1975 unrelieved tax losses amounting to £3,146 (1974 £5,167) were available for relief against future trading profits of the subsidiary.

DIVERSIFIED CORPORATE SERVICES LIMITED AND ITS SUBSIDIARY  
 NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975 (CONTINUED)

5 RESERVES

	<u>Company</u>	<u>Group</u>
Share premium at 1 October 1974 and 30 September 1975	<u>1,250</u>	<u>1,250</u>
Retained profits at 1 October 1974	10,215	5,769
Profits retained during the year	707	2,728
Provision for additional loan to subsidiary	<u>(1,621)</u>	<u>-</u>
Retained profits at 30 September 1975	<u>9,301</u>	<u>8,497</u>
	<u>£10,551</u>	<u>£9,747</u>

6 BANK LOAN

The bank loan is secured upon the freehold property and is repayable within five years.

7 DIRECTORS' EMOLUMENTS

	<u>1975</u>	<u>1974</u>
Emoluments excluding pension contributions		
The Chairman	£4,012	£4,187
Other directors		
	<u>Numbers</u>	<u>Numbers</u>
£0 - £2,500	1	2
£2,501 - £5,000	1	-
	<u>2</u>	<u>2</u>

No. of Company 990443

(For notes on this form see the "Annual Return Guide" (form 6B))

Form No. 6A  
(Filing fee £3)

THE COMPANIES ACTS 1948 TO 1967  
Annual return of a company having a share capital

Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of Diversified Corporate Services Ltd. Limited\*,  
made up to the 31st December 1976 1977 (being the fourteenth day after the date of the annual general meeting for the year 1976) (Note 1).

\* Delete " Limited " if not applicable

1. Address of registered office (See also section 5 of this return) Orchard House,  
14 Great Smith Street, London S.W.1

2. Summary of share capital and debentures

(a) Nominal Share Capital No. of shares 10,000 Class Nominal value of each share  
(1) Nominal share capital £ 10,000 divided into Ordinary A £1

(b) Issued Share Capital and Debentures

	Number	Class
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ...	6,500	Ordinary
(3) Number of shares of each class issued subject to payment wholly in cash ...	5,500	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ...	1,000	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ...	Nil	
(6) Number of shares (if any) of each class issued at a discount ...	Nil	
(7) Amount of discount on the issue of shares which has not been written off at the date of this return ...	Nil	
(8) Amount called up on number of shares of each class ...	5,500	5,500
(9) Total amount of calls received (Note 2) ...	1,000	1,000
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash ...	Nil	
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash ...	Nil	
(12) Total amount of calls unpaid ...	Nil	
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ...	Nil	
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return ...	Nil	
(15) Total number of shares of each class forfeited ...	Nil	
(16) Total amount paid (if any) on shares forfeited ...	Nil	
(17) Total amount of shares for which share warrants to bearer are outstanding ...	Nil	
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ...	Issued Nil Surrendered Nil	
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ...		

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ... £ 10,000

Presented by:

Presentor's reference:

22

COMPANIES REGISTRATION  
27 JAN 1977

COMPANIES REGISTRATION  
31 MAR 1977  
27 OFFICE

4. List of past and present mem

Folio in register ledger containing particulars	Names and addresses
	<u>PARTICULARS OF CHANGE ONLY</u>
8	To Alan Guy Brooke Pemberton, 202 Old Brompton Road, London S.W.5
9	To David Carruthers Pemberton
	To Alan Guy Brooke Pemberton
	To David Carruthers Pemberton
	To Alan Brooke Pemberton
	To John Evelyn Anderson
	To Peter John Goss
	From Peter John Goss (see 6.) to David Carruthers Pemberton Do. to Alan Guy Brooke Pemberton, 202 Old Brompton Road, London S.W.5.
	From John Evelyn Anderson (see 6.) to David Carruthers Pemberton Do. to Alan Guy Brooke Pemberton

Margin reserved for binding

of past and present members (Notes 4, 5 and 6)

Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Account of shares		Remarks
	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)		
	Number (Note 8)	Date of registration of transfer	
			From:
Nil	100	17.3.75	Alan Brooke Pemberton
1	99	17.3.75	Do.
	150	18.12.75	Bonus Issue
	150	18.12.75	Do.
999	700	18.12.75	Do.
Nil	500	18.12.75	Allocation
Nil	200	18.12.75	Do.
-250	100	1.6.76	
-250	100	1.6.76	
	150	29.10.76	
	150	29.10.76	

Margin reserved for binding

Margin reserved for binding

5. Situation of the company's registers, etc., if kept at an address other than the registered office.

(a) Register of members (Note 10)

(b) Register of debenture holders (Note 11)

(c) Register of directors' interests (Note 12) At the Registered Office

(d) Copies of directors' service contracts (Note 13)

6. Particulars of directors of the company at the date of this return (Note 14) ~~in which the return was due~~

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	202 Old Brompton Road London S.W.5	Director. Communication Security Ltd. Parale Ltd.
<del>John Evelyn Anderson</del>	<del>The Cottage, Woolton Hill, Near Newbury, Berks.</del>	<del>Director. Nil.</del>
Roy Astley Richards	The Presbytery, Medmenham, Marlow, Bucks.	Director. Nil.
<del>Peter John Goss</del>	<del>7, Thornton Hill, London S.W.19</del>	<del>Director. Nil.</del>

Particulars of the secretary of the company at the date of this return

Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
Margaret Patricia Craig	11 Cambridge Place, London W.8.

#### CERTIFICATION

Delete if accounts etc. are not annexed ➤

Delete if not a Private Company ➤

Delete if the Number of Members of the Company does not exceed Fifty ➤

Please see note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return. ➤

#### DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.

B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.

C. We certify that the excess of the number of members of the Company over fifty consists wholly of persons who under Section 28 (1) (b) of the Companies Act 1948, are not to be included in the reckoning of fifty.

D. We certify this Return and also that we have deleted those certificates which do not apply.

Signed Alan Brooke Pemberton Director

M. P. Craig Secretary

Companies 8

No. of Company 990443

(For notes on this form see the "Annual Return Guide" (form 6B))

Form No. 6A  
(Filing fee £3)

THE COMPANIES ACTS 1948 TO 1967  
Annual return of a company having a share capital  
Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of Diversified Corporate Services Ltd. made up to the 26th January 1977 (being the fourteenth day after the date of the annual general meeting for the year 1976/77 (Note 1).

\* Delete " Limited " if not applicable

1. Address of registered office (See also section 5 of this return) Orchard House 14 Great Smith Street, London S.W.1

2. Summary of share capital and debentures

(a) Nominal Share Capital No. of shares 10,000 Class Nominal value of each share  
(1) Nominal share capital £10,000 divided into Ordinary £1

(b) Issued Share Capital and Debentures

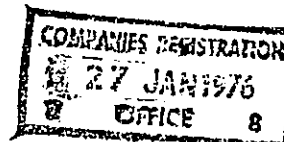
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ... 6,500 Ordinary  
(3) Number of shares of each class issued subject to payment wholly in cash ... 5,500  
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ... 1,000  
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ... £ Amount per share Nil  
(6) Number of shares (if any) of each class issued at a discount ... Nil  
(7) Amount of discount on the issue of shares which has not been written off at the date of this return ... Nil  
(8) Amount called up on number of shares of each class ... £ One 6,500  
(9) Total amount of calls received (Note 2) ... £ 6,500  
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash ... £ Nil on 1,000  
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash ... £ Nil on Nil  
(12) Total amount of calls unpaid ... £ Nil  
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ... £ Nil  
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return ... £ Nil  
(15) Total number of shares of each class forfeited ... Nil  
(16) Total amount paid (if any) on shares forfeited ... £ Nil  
(17) Total amount of shares for which share warrants to bearer are outstanding ... £ Nil  
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ... Issued £ Nil Surrendered £ Nil  
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ...

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ... Nil

Presented by:

Presenter's reference:

22



Hill Samuel & Co 026984 (2)

#### 4. List of past and present mem

Folio in register ledger containing particulars	Names and addresses
	<p><u>PARTICULARS OF CHANGE ONLY</u></p> <p>From Peter John Goss (see 6.) to David Carruthers Pemberton Do. to Alan Guy Brooke Pemberton, 202 Old Brompton Road, London S.W.5.</p> <p>From John Evelyn Anderson (see 6.) to David Carruthers Pemberton Do. to Alan Guy Brooke Pemberton</p>

Margin reserved for binding

Margin reserved for binding



past and present members (Notes 4, 5 and 6)

Account of shares				
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)		Remarks	
	Number (Note 8)	Date of registration of transfer		
250	100	1.6.76.		
250	100	1.6.76.		
	150	29.10.76.		
	150	29.10.76.		

Margin reserved for binding

Margin reserved for binding

5. Situation of the company's registers, etc., if kept at an address other than the registered office.

(a) Register of members (Note 10)

(b) Register of debenture holders (Note 11)

(c) Register of directors' interests (Note 12) At the Registered Office

(d) Copies of directors' service contracts (Note 13)

6. Particulars of directors of the company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	202 Old Brompton Road London S.W.5	DIRECTOR COMMUNICATION SECURITY LTD PARAIC LTD. ST. EDWIN PROPERTIES & INVESTMENTS LTD.
Roy Astley Richards	The Presbytery, Medmenham, Marlow, Bucks.	DIRECTOR NIL

Particulars of the secretary of the company at the date of this return

Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
Margaret Patricia Craig	32 Vanbrugh Court, Wincott Street, London S.E.11

#### CERTIFICATION

Delete if accounts etc. are not annexed

Delete if not a Private Company

Delete if the Number of Members of the Company does not exceed Fifty

Please see note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return.

#### DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.

B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.

C. We certify that the excess of the number of members of the Company over fifty consists wholly of persons who under Section 28 (1) (b) of the Companies Act 1948, are not to be included in the reckoning of fifty.

D. We certify this Return and also that we have deleted those certificates which do not apply.

Signed Alan Brooke Pemberton Director

M. P. Craig Secretary

Companies 8

99 0443

REGISTRAR

1.

DIVERSIFIED CORPORATE SERVICES LIMITEDREPORT OF THE DIRECTORSFOR THE YEAR ENDED 30TH SEPTEMBER 1976DIRECTORS

Colonel A.B. Pemberton, M.B.E.  
R. Astley Richards, O.B.E.  
Major General Sir John Anderson, K.B.E., C. ENG., F.I.E.E.  
(Resigned 15th October 1976)  
Colonel P.J. Goss  
(Appointed 1st November 1975, Resigned 30th June 1976)

PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

TRADING RESULTS FOR THE YEAR

The Trading Results for the year are shown on Page 4 of the attached Accounts.

DIVIDEND

The Directors do not recommend the payment of a dividend.

ISSUE OF SHARES

1,500 Ordinary Shares of £1 each were issued during the year.

1,000 Shares were issued to the existing shareholders of the Company in proportion to their holdings in accordance with the resolutions passed at an Extraordinary General Meeting held on 3rd December 1975. £1,000 of the sum standing to the Company's Share Premium Account, was capitalised and applied by the Directors in paying up in full the 1,000 Shares issued.

A further 500 Ordinary Shares of £1 each were subsequently issued at a premium of £1.50 per share.

DIRECTORS INTERESTS IN SHARES

	<u>1976</u>	<u>1975</u>
Colonel A.B. Pemberton	5,500	4,800
Major General Sir John Anderson	300	-

22



DIVERSIFIED CORPORATE SERVICES LIMITED

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 30TH SEPTEMBER 1976

(continued)

COMPANY STATUS

The Company is a 'close' Company as defined by Section 282 of the Income and Corporation Taxes Act 1970.

AUDITORS

The Auditors, John M. Winter & Sons continue in office in accordance with Section 159(2) of the Companies Act 1948.

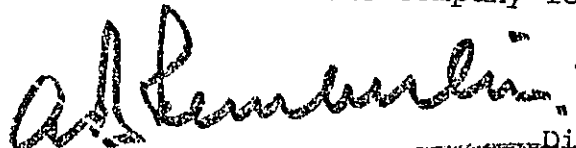
BY ORDER OF THE BOARD

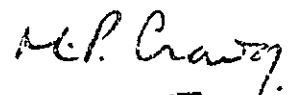
W.P. CRAIG

SECRETARY

20th December, 1976

Certified a true copy of the Accounts of the Company for the year ended 30th September 1976.

  
Director

  
Secretary

REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion, the Accounts and Notes set out on Pages 4 to 10 together give, so far as concerns members of the Holding Company, a true and fair view of the state of affairs of the Group on 30th September 1976 and of the Profit for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House,  
24-30, Holborn,  
London, E.C.1.

JOHN M. WINTER & SONS

CHARTERED ACCOUNTANTS

20th December, 1976

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH SEPTEMBER 1976

	<u>Notes</u>	<u>1976</u>	<u>1975</u>
		£	£
<u>TURNOVER</u>	1	<u>£238,437</u>	<u>£140,875</u>
<u>NET PROFIT FOR THE YEAR</u>		30,325	4,178
before Taxation, after charging the following:			
Directors Emoluments	2	12,090	7,084
Depreciation	1	4,256	2,056
Audit Fee		750	700
Bank Interest		<u>1,075</u>	<u>3,347</u>
<u>TAXATION</u>	3	<u>14,270</u>	<u>1,450</u>
<u>NET PROFIT AFTER TAXATION</u>		<u>£16,055</u>	<u>£2,728</u>

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED BALANCE SHEET

AS AT 30TH SEPTEMBER 1976

	<u>Notes</u>	<u>1976</u>	<u>1975</u>
		<u>£</u>	<u>£</u>
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		<u>£10,000</u>	<u>£5,000</u>
Issued and fully paid:			
Ordinary Shares of £1 each		6,500	5,000
<u>RESERVES</u>	4	25,552	9,747
		32,052	14,747
<u>DEFERRED TAXATION</u>	5	<u>2,150</u>	<u>600</u>
		<u>£34,202</u>	<u>£15,347</u>
Represented by:			
<u>FIXED ASSETS</u>	7	36,604	31,619
<u>CURRENT ASSETS</u>			
Stocks	1	2,829	4,212
Debtors and Prepayments		27,750	8,771
Bank Balances and Cash		<u>25,062</u>	<u>11,279</u>
		<u>55,641</u>	<u>24,262</u>
<u>CURRENT LIABILITIES</u>			
Creditors and Accruals		20,193	13,407
Receipts in Advance		14,132	1,188
Taxation	3	16,070	5,050
Directors Current and Loan Accounts		7,648	5,023
Bank Loan		<u>-</u>	<u>15,866</u>
		<u>58,043</u>	<u>40,534</u>
<u>NET CURRENT LIABILITIES</u>		<u>(2,402)</u>	<u>(16,272)</u>
		<u>£34,202</u>	<u>£15,347</u>

A.B. Pemberton )  
 ) Directors  
 R. Astley Richards )

*A.B. Pemberton*  
*R. Astley Richards*

20th December, 1976

DIVERSIFIED CORPORATE SERVICES LIMITED

BALANCE SHEET

AS AT 30TH SEPTEMBER 1976

	<u>Notes</u>	<u>1976</u>	<u>1975</u>
		<u>£</u>	<u>£</u>
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		<u>£10,000</u>	<u>£5,000</u>
Issued and fully paid:			
Ordinary Shares of £1 each		6,500	5,000
<u>RESERVES</u>	4	<u>26,371</u>	<u>10,551</u>
		32,871	15,551
<u>DEFERRED TAXATION</u>	5	<u>2,150</u>	<u>600</u>
		<u>£35,021</u>	<u>£16,151</u>
Represented by:			
<u>FIXED ASSETS</u>	7	36,534	31,503
<u>INTEREST IN SUBSIDIARY COMPANY</u>	6	(3,354)	-
<u>CURRENT ASSETS</u>			
Stocks	1	1,883	2,478
Debtors and Prepayments		26,437	7,524
Bank Balances and Cash		<u>24,542</u>	<u>8,273</u>
		<u>52,862</u>	<u>18,275</u>
<u>CURRENT LIABILITIES</u>			
Creditors and Accruals		18,669	11,523
Receipts in Advance		14,112	1,188
Taxation		14,220	5,050
Directors Current Account		4,000	-
Bank Loan		-	<u>15,866</u>
		<u>51,021</u>	<u>33,627</u>
<u>NET CURRENT ASSETS/(LIABILITIES)</u>		<u>1,841</u>	<u>(15,352)</u>
		<u>£35,021</u>	<u>£16,151</u>

A.B. Pemberton )

R. Astley Richards )

Directors

*A. Pemberton*

20th December, 1976



DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1976

1. ACCOUNTING POLICIES

Turnover

Turnover represents the sale of equipment and services and excludes value added tax.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:-

Freehold Property	None
Furniture, Fixtures and Equipment	20% - 25%
Motor Vehicles	25%

Deferred Taxation

The deferred taxation account represents corporation tax at current rates:-

- (a) On the excess of the balance sheet value of fixed assets eligible for capital allowances over the corresponding written down value for taxation purposes.
- (b) On other timing differences.

Stocks

Stocks have been valued at the lower of cost and net realisable value.

2. DIRECTORS EMOLUMENTS

	<u>1976</u>	<u>1975</u>
Emoluments of the Chairman	<u>£8,204</u>	<u>£4,012</u>

The number of Directors whose emoluments fell within the following scales:-

£ 0 - £2,500	3	1
£ 2,501 - £5,000	-	1
£ 7,501 - £10,000	1	-

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1976

(continued)

3. TAXATION

	<u>1976</u>	<u>1975</u>
	£	£
Based on the Profit for the year:		
Corporation Tax at 42% and 52%	12,300	1,850
Transfer to Deferred Taxation Account	<u>1,970</u>	<u>(400)</u>
	<u>£14,270</u>	<u>£1,450</u>

The charge for Corporation Tax on the profits for the year has been reduced by relief for trading losses incurred in earlier years by the subsidiary company.

The liability for taxation in the balance sheet includes £12,300 (1975 £1,850) payable 1st July 1977.

4. RESERVES

	<u>The Company</u>	<u>The Group</u>
	£	£
Share Premium at 1st October 1975	1,250	1,250
Premium on Shares Issued during year	<u>750</u>	<u>750</u>
	2,000	2,000
<u>Less:</u> Transfer to Share Capital	<u>1,000</u>	<u>1,000</u>
Share Premium at 30th September 1976	<u>£1,000</u>	<u>£1,000</u>
Retained Profits at 1st October 1975	9,301	8,497
Profits retained during the year	10,449	16,055
Provision for additional loan to Subsidiary no longer required	<u>5,621</u>	<u>-</u>
Retained Profits at 30th September 1976	<u>£25,371</u>	<u>£24,552</u>
	<u>£26,371</u>	<u>£25,552</u>

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1976

(continued)

5. DEFERRED TAXATION

	<u>1976</u>	<u>1975</u>
	£	£
Fixed Assets	2,670	600
Other Timing Differences	<u>(520)</u>	<u>-</u>
	<u>£2,150</u>	<u>£600</u>

6. INTEREST IN SUBSIDIARY COMPANY

The Company owns the whole of the issued share capital of Communication Security Limited.

	<u>1976</u>	<u>1975</u>
	£	£
Shares at Cost	300	300
Loan Account	<u>(3,654)</u>	<u>5,321</u>
	(3,354)	5,621
<u>Less: Provision</u>	<u>-</u>	<u>5,621</u>
	<u>£(3,354)</u>	<u>£ -</u>

## DIVERSIFIED CORPORATE SERVICES LIMITED

## NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1976

(continued)

7. <u>FIXED ASSETS</u>	<u>Freehold Property</u>	<u>Furniture, Fixtures and Equipment</u>	<u>Motor Vehicles</u>	<u>TOTAL</u>
	£	£	£	£
<u>The Company</u>				
<u>Cost</u>				
1st October 1975	27,965	9,150	3,012	40,127
Additions	-	6,946	2,295	9,241
30th September 1976	27,965	16,096	5,307	49,368
<u>Depreciation</u>				
1st October 1975	-	7,209	1,415	8,624
Charge for year	-	2,884	1,326	4,210
30th September 1976	-	10,093	2,741	12,834
<u>Net Book Values</u>				
30th September 1976	£27,965	£6,003	£2,566	£36,534
30th September 1975	£27,965	£1,941	£1,597	£31,503
<u>The Group</u>				
<u>Cost</u>				
1st October 1975	27,965	9,382	3,012	40,359
Additions	-	6,946	2,295	9,241
30th September 1976	27,965	16,328	5,307	49,600
<u>Depreciation</u>				
1st October 1975	-	7,325	1,415	8,740
Charge for year	-	2,930	1,326	4,256
30th September 1976	-	10,255	2,741	12,996
<u>Net Book Values</u>				
30th September 1976	7,965	£6,073	£2,566	£36,604
30th September 1975	£27,965	£2,057	£1,597	£31,619

No. of Company 990443 / 38  
(For notes on this form see the "Annual Return Guide" (form 6B))

Form No. 6A  
(Filing fee £20)

THE COMPANIES ACTS 1948 TO 1967  
Annual return of a company having a share capital  
Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of Diversified Corporate Services Ltd.  
made up to the 13th February 1978 (being the fourteenth day after the date of the annual general meeting for the year 1978) (Note 1).

\* Delete "Limited" if not applicable

1. Address of registered office Buchanan House, 24-30 Holborn, London EC1.  
(See also section 5 of this return)

2. Summary of share capital and debentures

(a) Nominal Share Capital		No. of shares	Class	Nominal value of each share
(1) Nominal share capital £	10,000	divided into 10,000	Ordinary	£1
(b) Issued Share Capital and Debentures				
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ...		Number	Class	
(3) Number of shares of each class issued subject to payment wholly in cash ...		6,500	Ordinary	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ...		5,500		
(5) Number of shares of each class issued as fully paid up for a consideration other than cash ...		1,000		
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ...	£	Amount per share		
(6) Number of shares (if any) of each class issued at a discount ...		Nil		
(7) Amount of discount on the issue of shares which has not been written off at the date of this return ...		Nil		
(8) Amount called up on number of shares of each class ...	£	Amount per share	Number	Class
(9) Total amount of calls received (Note 2) ...		One	5,500	
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash ...	£	1,000	Number	Class
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash ...	£	Nil	1,000	
(12) Total amount of calls unpaid ...				Nil
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ...	£			Nil
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return ...	£			Nil
(15) Total number of shares of each class forfeited ...		Number	Class	
(16) Total amount paid (if any) on shares forfeited ...		Nil		
(17) Total amount of shares for which share warrants to bearer are outstanding ...	£			Nil
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ...	£			Nil
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ...		Issued		
		Surrendered		
				Nil

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ... Nil

Presented by:

Presentor's reference:

31 OCT 1979  
Hill Samuel  
100.  
P/159270  
R40

4. List of Past and Present

Mem

Folio in register ledger containing particulars	Names and addresses
	<div>PARTICULARS OF CHANGES ONLY</div> <div>NIL.</div>

Margin reserved for binding

Margin reserved for binding

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(a) Register of members (Note 10) Registers

(b) Register of debenture holders (Note 11) held

(c) Register of directors' interests (Note 12) at  
Diversified Corporate Services Ltd.  
1 Prince of Wales Passage  
117 Hampstead Road  
London NW1

(d) Copies of directors' service contracts (Note 13)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	Eastfields Farm Withermarsh Green Nr. Stoke by Nayland Colchester Essex.	Director Communication Security Ltd. St Edwin Properties & Investments Ltd. Proudhurst Ltd.

Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
Margaret Patricia Craig	32 Vanbrugh Court, Wincott Street, London SE 11.

## 4



No. of Company.....990443/39

(For notes on this form see the  
"Annual Return Guide" (form 6B))

**THE COMPANIES ACTS 1948 TO 1967**  
**Annual return of a company having a share capital**

Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of Diversified Corporate Services Ltd. 31.10.79 Limited \*,  
made up to the 30th March 19 79 (being the fourteenth day after the date of the annual general  
meeting for the year 19 79) (Note 1).

\* Delete " Limited " if not applicable

1. Address of registered office (See also section 5 of this return)  
Buchanan House, 24-30 Holborn, London EC1.

2. Summary of share capital and debentures

	No. of shares	Class	Nominal value of each share
(a) Nominal Share Capital <u>10,000</u>	<u>10,000</u>	<u>Ordinary</u>	<u>£1</u>
(1) Nominal share capital £.....divided into			
(b) Issued Share Capital and Debentures			
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ...	Number <u>6,500</u>	Class <u>Ordinary</u>	
(3) Number of shares of each class issued subject to payment wholly in cash ...	<u>5,500</u>		
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ...	<u>1,000</u>		
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ...	Amount per share £ <u>Nil</u>		
(6) Number of shares (if any) of each class issued at a discount ...	<u>Nil</u>		
(7) Amount of discount on the issue of shares which has not been written off at the date of this return ...	Number <u>5,500</u>	Class <u>5,500</u>	
(8) Amount called up on number of shares of each class ...	Amount per share £ <u>One</u>		
(9) Total amount of calls received (Note 2) ...	Number <u>1,000</u>	Class <u>Nil</u>	
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash ...	£ <u>1,000</u> on		
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash ...	£ <u>Nil</u> on		
(12) Total amount of calls unpaid ...		£ <u>Nil</u>	
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ...		£ <u>Nil</u>	
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return ...		£ <u>Nil</u>	
(15) Total number of shares of each class forfeited ...	Number <u>Nil</u>	Class <u>Nil</u>	
(16) Total amount paid (if any) on shares forfeited ...		£ <u>Nil</u>	
(17) Total amount of shares for which share warrants to bearer are outstanding ...		£ <u>Nil</u>	
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ...	Issued Surrendered	£ <u>Nil</u>	
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ...	<u>Nil</u>		

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ... £ Nil

Presented by:

Presentor's reference:



*Shil Samuel*  
P/459240  
£40

4. List of Past and Present

Folio in register ledger containing particulars	Names and addresses
	<p data-bbox="819 829 1293 902"><u>PARTICULARS OF CHANGE ONLY</u></p> <p data-bbox="1078 1062 1153 1121">NIL</p>

Margin reserved for binding

### Members (Notes 4, 5 and 6)

[illegible]

Margin reserved for binding

**Margin reserved for binding**

5. Situation of the company's registers, etc., if kept at an address other than the registered office.

- (a) Register of members (Note 10) All Registers held
- (b) Register of debenture holders (Note 11) at
- (c) Register of directors' interests (Note 12) Diversified Corporate Services Ltd.  
1 Prince of Wales Passage  
117 Hampstead Road
- (d) Copies of directors' service contracts (Note 13) London NW1

6. Particulars of directors of the company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	Eastfields Farm Withermarsh Green Nr. Stoke by Nayland Colchester Essex.	Director Communication Security Ltd. St Edwin Properties & Investments Ltd. Proudhurst Ltd.
Particulars of the secretary of the company at the date of this return		
Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)	
Margaret Patricia Craig	32 Vanbrugh Court Wincott Street, London SE11.	

#### CERTIFICATION

Delete if accounts etc. are  
not annexed ►

Delete if not a Private Company ►

Delete if the Number of Members of  
the Company does not exceed Fifty ►

Please see note 23 regarding the obligation  
to file certified copies of accounts and  
directors' reports with this return. ►

Oyez Publishing Limited, Oyez House,  
237 Long Lane, London SE1 4PU, a subsidiary of  
The Solicitors' Law Stationery Society, Limited  
May, 1975

#### DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.

B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.

C. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.

D. We certify this Return and also that we have deleted those certificates which do not apply.

Signed Alan Brooke Pemberton Director

Margaret Patricia Craig Secretary

Companies 8

No. of Company.....908443.....26

For notes, please see over.

**THE COMPANIES ACTS 1948 to 1967**  
**Annual Return of a Company not having a Share Capital**  
*Pursuant to sections 125 to 127 of the Companies Act 1948*

ANNUAL RETURN of.....Hill House School.....

Limited,\*

made up to the.....17th.....day of.....October.....,.....19.79..... (being the fourteenth day  
after the date of the Annual General Meeting for the year 19.79...).

(See Note 1)

\*Delete " Limited " if not applicable

**1. Address of registered office**

.....11/13, Thorne Road, Doncaster.....

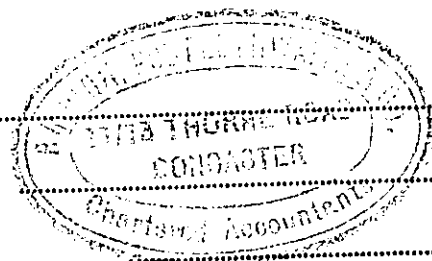
**2. Situation of company's registers, etc., if kept at an address other than the registered office**

- (a) Register of members (Note 10).....
- (b) Register of debenture holders (Note 11).....
- (c) Register of directors' interests (Note 12).....
- (d) Copies of directors' service contracts (Note 13).....

**3. Total amount of the indebtedness of the Company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3)** .. .. . £ Nil

Presented by

Presenter's Reference.....JC/AT.....



Oyez Publishing Limited, Oyez House, 237 Long Lane, London SE1 4PU, a subsidiary of The Stationery Society, Limited.

F23104.10-2-76

Companies 8C  
★ ★ ★ ★



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[P.T.O.]

4. Particulars of directors of the Company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Theodore Austin Darley Farran	28, Avenue Road, Doncaster	<u>Consulting Engineer</u>
John Stanley Marshall	151, Thorne Road, Doncaster	<u>Solicitor</u>
John Gordon Staniland	37, St. Wilfrid's Road, Doncaster	<u>Chartered Surveyor</u>
Shirley Gabrielle Clarkson	Home Farm, Burghwallis Near Doncaster	<u>Company Director</u> <u>Director of:-</u> Gabrielle Designs
Robert James Platts	11, Warning Tongue Lane, Bessacarr, Doncaster	<u>Company Director</u> <u>Director of:-</u> P. Platts and Sons Limited
Peter John Carr	22, Warnington Drive, Bessacarr, Doncaster	<u>Company Director</u> <u>Director of:-</u> John Carr (Doncaster) Limited
Olgar Lodge	Toecroft Farm, Sprotborough, Doncaster	<u>Married Woman</u>
Peter Derek Wild	2, Ellers Road, Bessacarr, Doncaster	<u>Company Director</u> <u>Director of:-</u> Wild and Sykes Limited

5. Particulars of the secretary of the Company at the date of this return

Name (Notes 18, 20 and 21)	Address (Notes 21 and 22)
John Close	193, Bawtry Road, Doncaster.

Notes

Please see Note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return.

All references to notes in this form are to the notes found in the Annual Return Guide (Form 6A).

Signed....., Director.

Signed....., Secretary.

990443

1.

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DIVERSIFIED CORPORATE SERVICES LIMITED

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 30TH SEPTEMBER 1977

DIRECTORS

Colonel A. B. Pemberton, M. B. E.  
R. Astley Richards, O. B. E. (Resigned 30th June 1977)  
Major General Sir John Anderson,  
K.B.E., C.ENG., F.I.E.E. (Resigned 15th  
October 1976)

PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related  
equipment.

TRADING RESULTS FOR THE YEAR

The trading results for the year are shown on page 4  
of the attached Accounts.

DIVIDEND

The Directors do not recommend the payment of a  
dividend.

DIRECTORS INTERESTS IN SHARES

	<u>1977</u>	<u>1976</u>
Colonel A.B. Pemberton	5,500	5,500
Major General Sir John Anderson	-	300

EXPORTS

Exports of goods and services for the year amounted  
to £66,562. (1976 £73,985)



DIVERSIFIED CORPORATE SERVICES LIMITED

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 30TH SEPTEMBER 1977

(Continued)

COMPANY STATUS

The Company is a 'close' Company as defined by Section 282 of the Income and Corporation Taxes Act 1970.

AUDITORS

John M. Winter & Sons have indicated their willingness to be nominated for re-appointment as Auditors, in accordance with Section 14(1) of the Companies Act 1976.

BY ORDER OF THE BOARD

M. P. Craig

SECRETARY

10th November, 1977.



REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion, the Accounts and Notes set out on Pages 4 to 11 together give, so far as concerns the members of the Holding Company, a true and fair view of the state of affairs of the Group on 30th September, 1977, and of the Loss and the Source and Application of Funds for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House,  
24-30, Holborn,  
London, EC1N 2JB.

JOHN M. WINTER & SONS

10th November, 1977.

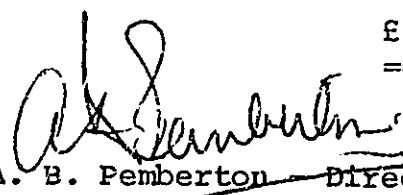
CHARTERED ACCOUNTANTS

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30TH SEPTEMBER 1977

	<u>Notes</u>	<u>1977</u>	<u>1976</u>
		£	£
<u>TURNOVER</u>	1	£109,516 =====	£238,437 =====
<u>NET (LOSS)/PROFIT FOR THE YEAR</u>		(16,219)	30,325
before taxation, after charging the following:			
Directors emoluments	2	7,310	12,090
Depreciation	1	284	4,256
Audit fee		750	750
Bank interest		96 =====	1,075 =====
<u>TAXATION</u>	3	(8,485)	14,270
<u>NET (LOSS)/PROFIT AFTER TAXATION</u>		£(7,734) =====	£16,055 =====

DIVERSIFIED CORPORATE SERVICES LIMITEDCONSOLIDATED BALANCE SHEETAS AT 30TH SEPTEMBER, 1977

	<u>Notes</u>	<u>1977</u>	<u>1976</u>
		£	£
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
		=====	=====
Issued and fully paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVE</u>	4	17,818	25,552
		24,318	32,052
<u>DEFERRED TAXATION</u>	5	4,540	2,150
		£28,858	£34,202
		=====	=====
Represented by:			
<u>FIXED ASSETS</u>	7	35,651	36,604
<u>CURRENT ASSETS</u>			
Stocks	1	4,278	2,829
Debtors and prepayments		27,400	27,750
Bank balances and cash		56,958	25,062
		88,636	55,641
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		69,561	20,193
Receipts in advance		21,000	14,132
Taxation	3	(3,130)	16,070
Directors Current and loan accounts		7,998	7,648
		95,429	58,043
<u>NET CURRENT LIABILITIES</u>		(6,793)	(2,402)
		£28,858	£34,202
		=====	=====

  
A. B. Pemberton Director

10th November, 1977.

DIVERSIFIED CORPORATE SERVICES LIMITEDBALANCE SHEETAS AT 30TH SEPTEMBER 1977

	<u>Notes</u>	<u>1977</u>	<u>1976</u>
		£	£
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
Issued and fully paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	4	18,375	26,371
		24,875	32,871
<u>DEFERRED TAXATION</u>	5	4,540	2,150
		£29,415	£35,021
Represented by:			
<u>FIXED ASSETS</u>	7	34,933	36,534
<u>INTEREST IN SUBSIDIARY COMPANY</u>	6	(858)	(3,354)
<u>CURRENT ASSETS</u>			
Stock	1	3,650	1,883
Debtors and prepayments		26,506	26,437
Bank balances and cash		52,115	24,542
		82,271	52,862
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		62,761	18,669
Receipts in advance		21,000	14,132
Taxation		(2,830)	14,220
Directors Current account		6,000	4,000
		86,931	51,021
<u>NET CURRENT (LIABILITIES)/ASSETS</u>		(4,660)	1,841
		£29,415	£35,021

*A. B. Pemberton*  
A. B. Pemberton Director

10th November, 1977.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1977

1. ACCOUNTING POLICIES

Turnover

Turnover represents the sale of equipment and services and excludes value added tax.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:-

Freehold Property	None
Furniture, Fixtures and Equipment	20% - 25%
Motor Vehicles	25%

Deferred Taxation

The deferred taxation account represents corporation tax at current rates:-

- (a) On the excess of the balance sheet value of fixed assets eligible for capital allowances over the corresponding written down value for taxation purposes.
- (b) Deferred by reason of the relief for appreciation in value of stock during the year ended 30th September 1977.

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis.

2. DIRECTORS EMOLUMENTS

	<u>1977</u>	<u>1976</u>
Emoluments of the Chairman	£6,940	£8,204
	=====	=====
The number of Directors whose emoluments fell within the following scales:-		
£0 - £ 2,500	2	3
£5,001 - £ 7,500	1	-
£7,501 - £10,000	-	1

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1977

(Continued)

3. TAXATION

	<u>1977</u>	<u>1976</u>
	£	£
Based on the Profit for the year:		
Corporation Tax at 42% and 52%	(10,875)	12,300
Transfer to Deferred Taxation Account	<u>2,390</u>	<u>1,970</u>
	£(8,485)	£14,270
	=====	=====

Losses for the year have been carried back for relief against profits of the preceding year.

4. RESERVES

	<u>The Company</u>	<u>The Group</u>
	£	£
Share Premium at 30th September, 1977	<u>£1,000</u>	<u>£1,000</u>
Retained Profits at 1st October, 1976	25,371	24,552
Losses for the year	<u>(7,996)</u>	<u>(7,734)</u>
	<u>£17,375</u>	<u>£16,818</u>
Retained Profits at 30th September 1977	<u>£18,375</u>	<u>£17,818</u>
	=====	=====

5. DEFERRED TAXATION

	<u>1977</u>	<u>1976</u>
	£	£
Fixed Assets	3,620	2,670
Stock Relief	920	-
Other Timing Differences	<u>-</u>	<u>(520)</u>
	<u>£4,540</u>	<u>£2,150</u>
	=====	=====

6. INTEREST IN SUBSIDIARY COMPANY

The Company owns the whole of the issued share capital of Communication Security Limited.

	<u>1977</u>	<u>1976</u>
	£	£
Shares at Cost	300	300
Loan Account	<u>(1,158)</u>	<u>(3,654)</u>
	<u>£(858)</u>	<u>£(3,354)</u>
	=====	=====

9.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1977

(Continued)

7. FIXED ASSETS

<u>THE COMPANY</u>	<u>Freehold Property</u> £	<u>Furniture Fixtures &amp; Equipment</u> £	<u>Motor Vehicles</u> £	<u>TOTAL</u> £
<u>Cost</u>				
1st October, 1976	27,965	16,096	5,307	49,368
Additions	-	3,177	-	3,177
	<u>27,965</u>	<u>19,273</u>	<u>5,307</u>	<u>52,545</u>
Disposals	-	2,400	3,557	5,957
30th September, 1977	<u>£27,965</u>	<u>£16,873</u>	<u>£1,750</u>	<u>£46,588</u>
<u>Accumulated Depreciation</u>	£-	£10,332	£1,323	£11,655
<u>Net Book Values</u>				
30th September, 1977	<u>£27,965</u>	<u>£6,541</u>	<u>£427</u>	<u>£34,933</u>
30th September, 1976	<u>£27,965</u>	<u>£6,003</u>	<u>£2,566</u>	<u>£36,534</u>
<u>THE GROUP</u>				
<u>Cost</u>				
1st October, 1976	27,965	16,328	5,307	49,600
Additions	-	4,079	-	4,079
	<u>27,965</u>	<u>20,407</u>	<u>5,307</u>	<u>53,679</u>
Disposals	-	2,400	3,557	5,957
30th September, 1977	<u>£27,965</u>	<u>£18,007</u>	<u>£1,750</u>	<u>£47,722</u>
<u>Accumulated Depreciation</u>	£-	£10,748	£1,323	£12,071
<u>Net Book Values</u>				
30th September, 1977	<u>£27,965</u>	<u>£7,259</u>	<u>£427</u>	<u>£35,651</u>
30th September, 1976	<u>£27,965</u>	<u>£6,073</u>	<u>£2,566</u>	<u>£36,604</u>

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 30TH SEPTEMBER 1977

	<u>1977</u>	<u>1976</u>
<u>SOURCE OF FUNDS</u>	£	£
(Loss)/Profit before tax	(16,219)	30,325
Adjustment for item not involving the movement of funds:		
Depreciation	284	4,256
<u>TOTAL GENERATED FROM OPERATIONS</u>	<u>(15,935)</u>	<u>34,581</u>
<u>FUNDS FROM OTHER SOURCES</u>		
Disposal of assets	4,746	-
Issue of Shares for cash	-	1,250
	<u>4,746</u>	<u>1,250</u>
	(11,189)	35,831
<u>APPLICATION OF FUNDS</u>		
Tax paid	8,325	1,700
Purchase of fixed assets	4,079	9,241
	<u>12,404</u>	<u>10,941</u>
	(23,593)	24,890
<u>INCREASE (DECREASE) IN WORKING CAPITAL</u>		
Increase (decrease) in Stocks	1,449	(896)
Increase (decrease) in Debtors	(350)	18,492
Increase in Creditors	(56,588)	(22,355)
Movement in net liquid funds:		
Increase in cash	<u>31,896</u>	<u>29,649</u>
	<u>£ (23,593)</u>	<u>£24,890</u>



DIVERSIFIED CORPORATE SERVICES LIMITED

11.

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH SEPTEMBER 1977

<u>INCOME</u>		<u>1977</u>		<u>1976</u>
		£		£
Consultancy				
Training School		45,592		33,738
Sales of Equipment		26,869		49,220
Less: Cost of sales	26,396		121,904	
	<u>21,619</u>		<u>86,859</u>	
		<u>4,777</u>		<u>35,045</u>
		77,238		118,003
<u>DEDUCT: EXPENDITURE</u>				
<u>Establishment Expenses</u>				
Rent and Rates	12,663		8,659	
Office expenses and cleaning	2,350		1,853	
House running expenses	403		4,893	
Training area expenses	3,977		4,601	
Light, heat, telephone and telex	998		2,099	
Office equipment rental	-		114	
Depreciation of furniture, fixtures and equipment	245		2,884	
Dilapidations on leasehold property	<u>1,450</u>		-	
	22,086		<u>25,103</u>	
<u>Staff Expenses</u>				
Consultants Salaries	15,809		21,732	
Consultants fees and expenses	16,825		6,307	
Executive and clerical salaries	20,963		22,368	
Directors fees	369		510	
Pension scheme contributions	<u>1,318</u>		<u>1,626</u>	
	55,284		52,543	
<u>Administration and General</u>				
Training School expenses	685		8,596	
Travel and entertaining	6,671		4,148	
Advertising	1,115		274	
Printing and stationery	607		1,124	
Insurance	1,261		951	
Provision for bad debts	5,120		112	
Sundry expenses	253		-	
Depreciation of Motor Vehicle	<u>(214)</u>		<u>1,326</u>	
	15,498		16,531	
<u>Carried Forward</u>	92,868	77,238	94,177	118,003

12.

DIVERSIFIED CORPORATE SERVICES LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH SEPTEMBER 1977

(Continued)

	<u>1977</u>		<u>1976</u>
	£		£
<u>Brought forward</u>	<u>92,868</u>		<u>118,003</u>
<u>Legal and Financial Expenses</u>			
Audit and accountancy	1,400		2,125
Bank interest and charges	96		1,075
Legal fees	436		483
Overprovision in respect of Swiss Bank balance recovered	(625)		-
	<u>1,307</u>		<u>3,683</u>
	94,175		97,860
<u>Less: Interest received</u>	<u>773</u>		<u>2,726</u>
	93,402		95,134
<u>NET PROFIT/(LOSS) FOR THE YEAR</u>	<u>(16,164)</u>		<u>22,869</u>
<u>TAXATION - based on the Profit for the year:</u>			
Corporation Tax at 52%	(10,558)		10,450
Transfer to Deferred Taxation	<u>2,390</u>		<u>1,970</u>
	(8,168)		12,420
<u>BALANCE CARRIED FORWARD</u>	<u>£(7,996)</u>		<u>£10,449</u>

990643

REGISTRAR

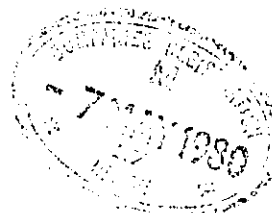
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DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER 1979

JOHN M. WINTER & SONS,  
Chartered Accountants,  
Buchanan House,  
24-30 Holborn,  
London, EC1N 2JB



JOHN M. WINTER & SONS

DIVERSIFIED CORPORATE SERVICES LIMITEDREPORT OF THE DIRECTORSFOR THE YEAR ENDED 30TH SEPTEMBER 1979DIRECTORS

Colonel A.B. Pemberton, M.B.E.

PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

TRADING RESULTS FOR THE YEAR

The trading results for the year are shown on page 3 of the attached Accounts.

DIVIDEND

The Directors do not recommend the payment of a dividend.

DIRECTORS INTERESTS IN SHARES

	<u>1979</u>	<u>1978</u>
Colonel A.B. Pemberton	5,500	5,500

EXPORTS

Exports of goods and services for the year amounted to £6,454 (1978 £115,127).

COMPANY STATUS

In the opinion of the Directors the Company is a 'close' Company as defined by Section 282 of the Incc. and Corporation Taxes Act 1970.

AUDITORS

John M. Winter &amp; Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

  
M.P. CraigSECRETARY28th February, 1980

REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial Statements set out on pages 3 to 11 which have been prepared on the historical cost basis of accounting.

In our opinion these financial statements give, on the basis stated above, a true and fair view of the state of affairs of the Company and the Group as at 30th September, 1979 and of the Loss and source and application of funds of the Group for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House,  
24-30 Holborn,  
London, EC1N 2JB

JOHN M. WINTER & SONS  
Chartered Accountants

28th February, 1980

DIVERSIFIED CORPORATE SERVICES LIMITEDCONSOLIDATED PROFIT AND LOSS ACCOUNTFOR THE YEAR ENDED 30TH SEPTEMBER 1979

	<u>Notes</u>	<u>1979</u>		<u>1978</u>	
		£	£	£	£
<u>TURNOVER</u>	1		£87,813 =====		£236,545 =====
<u>NET (LOSS) PROFIT FOR THE YEAR</u>			(30,566)		9,906
before taxation, after charging the following:					
Directors emoluments	2	4,652		4,425	
Depreciation	1	4,240		5,547	
Audit Fee		1,000		850	
Bank Interest		946 =====		263 =====	
<u>TAXATION</u>	3		(3,100) =====		4,160 =====
<u>NET (LOSS) PROFIT AFTER TAXATION</u>			£ (27,466) =====		£5,746 =====

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED BALANCE SHEET

AS AT 30TH SEPTEMBER, 1979

	<u>Notes</u>	<u>1979</u>	<u>1978</u>
		£	£
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
		=====	=====
Issued and Fully Paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	4	(3,386)	23,579
		2,614	30,079
<u>DEFERRED TAXATION</u>	5	3,000	6,100
		£5,614	£36,179
		=====	=====
Represented by:			
<u>FIXED ASSETS</u>	7	6,590	12,962
<u>INVESTMENTS</u>	8	6,331	6,425
<u>CURRENT ASSETS</u>			
Stocks	1	2,380	3,646
Debtors and prepayments		49,263	16,421
Bank balances and cash		2,667	40,828
		51,310	60,895
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		23,864	23,865
Receipts in advance		22,126	15,638
Bank Overdraft & Short Term Loans		12,979	-
Taxation	3	-	2,600
Directors Current Account		2,648	2,000
		61,617	44,103
<u>NET CURRENT (LIABILITIES)/ASSETS</u>		(7,307)	16,792
		£5,614	£36,179
		=====	=====

*A.B. Pemberton*

A.B. Pemberton - DIRECTOR

28th February, 1980

DIVERSIFIED CORPORATE SERVICES LIMITED

BALANCE SHEET

AS AT 30th SEPTEMBER 1979

	<u>Notes</u>	<u>1979</u>	<u>1978</u>
		£	£
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
		=====	=====
Issued and Fully Paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	4	(3,877)	36,395
		2,623	43,195
<u>DEFERRED TAXATION</u>	5	3,000	1,300
		=====	=====
		£5,623	£44,495
		=====	=====
Represented by:			
<u>FIXED ASSETS</u>	7	6,590	1,798
<u>INTEREST IN SUBSIDIARY COMPANY</u>	6	-	26,449
<u>INVESTMENTS</u>	8	6,331	6,425
<u>CURRENT AS</u>			
Stock	1	2,380	3,178
Debtors and prepayments		49,263	5,295
Bank balances and cash		2,667	36,272
		=====	=====
		54,310	44,745
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		23,864	14,684
Receipts in advance		22,126	15,638
Bank Overdraft & Loans		2,970	-
Taxation		-	2,600
Directors Current Account		2,648	2,000
		=====	=====
		61,608	34,922
<u>NET CURRENT (LIABILITIES)/ASSETS</u>		(7,298)	9,823
		=====	=====
		£5,623	£44,495
		=====	=====

*A.B. Pemberton*

A.B. Pemberton - DIRECTOR

28th February, 1980



DIVERSIFIED CORPORATE SERVICES LIMITED

6.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1979

1. ACCOUNTING POLICIES

Basis of Accounting

These accounts have been prepared as in previous years, on the historical cost basis of accounting.

Turnover

Turnover represents the net amounts invoiced to customers.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:-

Furniture, Fixtures and Equipment	...	20%-25%
Motor Vehicles	...	25%

Deferred Taxation

Provision is made for deferred taxation where there is reasonable probability of payment in the foreseeable future.

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

2. DIRECTORS EMOLUMENTS

	<u>1979</u>	<u>1978</u>
Emoluments of the Chairman	£4,652	£4,425
	=====	=====

The number of Directors whose emoluments fell within the following scales:-

£2,501 - £5,000	2	1
-----------------	---	---

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1979

(Continued)

3. TAXATION

	<u>1979</u>	<u>1978</u>
	£	£
Based on the Profit for the year:		
Corporation Tax at 42%	-	2,600
Transfer (from) to Deferred Taxation Account	(3,100)	1,560
	<u>£(3,100)</u>	<u>£ 4,160</u>
	=====	=====

The Liability for taxation as shown on the Balance Sheet represents:-

	<u>The Group</u>		<u>The Company</u>	
	1979	1978	1979	1978
Current Taxation	-	2,600	-	2,600
	<u>£ -</u>	<u>£ 2,600</u>	<u>£ -</u>	<u>£ 2,600</u>
	=====	=====	=====	=====

4. RESERVES

	<u>The Company</u>	<u>The Group</u>
	£	£
Share Premium at 30th September, 1978	£ 1,000	£ 1,000
	=====	=====
Retained Profits at 1st October, 1978	35,696	22,579
Loss for the year	(40,573)	(27,466)
Cost of Shares acquired by Minority Interest	-	1
	<u>(4,877)</u>	<u>(4,886)</u>
	=====	=====
Deficiency at 30th September, 1979	£(3,877)	£(3,886)
	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1979

(Continued)

5. DEFERRED TAXATION

	<u>1979</u>	<u>1978</u>
	£	£
<u>The Group</u>		
Fixed Assets	2,790	5,550
Stock Relief	210	550
	<u>£3,000</u>	<u>£6,100</u>
	=====	=====
<u>The Company</u>		
Fixed Assets	2,790	756
Stock Relief	210	544
	<u>£3,000</u>	<u>£1,300</u>
	=====	=====

6. INTEREST IN SUBSIDIARY COMPANY

The Company owns 99% of the issued share capital of Communication Security Limited.

	<u>1979</u>	<u>1978</u>
	£	£
Shares at Cost	327	327
Loan Account	38,118	2,222
	<u>38,445</u>	<u>26,449</u>
<u>Less: Provision</u>	<u>38,445</u>	<u>-</u>
	<u>£-</u>	<u>£26,449</u>
	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1979

(Continued)

7. FIXED ASSETS

	<u>Furniture Fixtures &amp; Equipment</u>	<u>Motor Vehicles</u>	<u>TOTAL</u>
<u>The Company</u>	£	£	£
<u>Cost</u>			
At 1st October, 1978	13,344	1,750	15,094
Additions	77	-	77
Group Transfer	6,469	-	6,469
	19,890	1,750	21,640
Disposals	(1,089)	(1,750)	(2,839)
At 30th September, 1979	18,801	-	18,801
<u>Depreciation</u>			
At 1st October, 1978	11,547	1,749	13,296
Charge for Year	1,213	-	1,213
	12,760	1,749	14,509
Disposals	(549)	(1,749)	(2,298)
At 30th September, 1979	12,211	-	12,211
<u>Net Book Values</u>			
30th September, 1979	£ 6,590	£ -	£ 6,590
	=====	=====	=====
30th September, 1978	£ 1,797	£ 1	£ 1,798
	=====	=====	=====
<u>The Group</u>			
<u>Cost</u>			
At 1st October, 1978	26,852	1,750	28,602
Additions	112	-	112
	26,964	1,750	28,714
Disposals	(5,262)	(1,750)	(7,012)
At 30th September, 1979	21,702	-	21,702
<u>Depreciation</u>			
At 1st October, 1978	13,891	1,749	15,640
Charge for Year	4,124	-	4,124
	18,015	1,749	19,764
Disposals	(2,903)	(1,749)	(4,652)
At 30th September, 1979	15,112	-	15,112
<u>Net Book Values</u>			
30th September, 1979	£ 6,590	£ -	£ 6,590
	=====	=====	=====
30th September, 1978	£12,961	£ 1	£12,962
	=====	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1979

(Continued)

8. INVESTMENTS AT COST

	<u>1979</u>	<u>1978</u>
	£	£
Unquoted Investments		
1,250 Ordinary Shares -		
L.E.H. Travel Ltd.	1,250	1,250
Quoted Investments		
Market Value £4,471	5,081	5,175
	<u>£6,331</u>	<u>£6,425</u>
	=====	=====

The Director is of the opinion that the value of the Unquoted Investment approximates towards its cost.

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 30TH SEPTEMBER 1979

	<u>1979</u>		<u>1978</u>	
	£	£	£	£
<u>SOURCE OF FUNDS</u>				
(Loss) Profit before tax		(30,566)		9,906
Adjustment for item not involving the movement of funds:				
Depreciation		4,240		5,547
<u>TOTAL GENERATED FROM OPERATIONS</u>		<u>(26,326)</u>		<u>15,453</u>
<u>FUNDS FROM OTHER SOURCES</u>				
Taxation recovered	-		3,130	
Disposal of assets	2,245		26,025	
Issue of Shares for cash	-		25	
Disposal of Investments	985		-	
		3,230		29,180
		<u>(23,096)</u>		<u>44,633</u>
<u>APPLICATION OF FUNDS</u>				
Purchase of Investments	891		6,425	
Tax paid	2,689		-	
Purchase of fixed assets	112		8,893	
		3,692		15,318
		<u>£ (26,788)</u>		<u>£29,315</u>
		=====		=====
<u>INCREASE (DECREASE) IN WORKING CAPITAL</u>				
(Decrease) in Stocks	(1,266)		(632)	
Increase/(Decrease) in Debtors	32,753		(10,979)	
(Increase) Decrease in Creditors	(7,135)		57,056	
Movement in net liquid funds:				
(Decrease) Increase in cash	(51,140)		(16,130)	
		<u>£ (26,788)</u>		<u>£29,315</u>
		=====		=====

No. of Company 990443 / 42  
(For notes on this form see the  
"Annual Return Guide" (form 6B))

Form No. 6A  
(Filing fee £20)

**THE COMPANIES ACTS 1948 TO 1967**  
**Annual return of a company having a share capital**

Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of Diversified Corporate Services Ltd. Limited \*  
made up to the 30th March 1980 (being the fourteenth day after the date of the annual general meeting for the year 1980) (Note 1).

\* Delete " Limited " if not applicable

1. Address of  
registered office  
(See also section 5 of this return)

Buchanan House, 24-30 Holborn, London EC1.

2. Summary of share capital and debentures

(a) Nominal Share Capital	10,000	No. of shares	Class	Nominal value of each share
(1) Nominal share capital £	divided into	10,000	Ordinary	£1
(b) Issued Share Capital and Debentures				
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members) ...		Number	Class	
(3) Number of shares of each class issued subject to payment wholly in cash ...		6,500	Ordinary	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash ...		5,500		
(5) Number of shares of each class issued as fully paid up for a consideration other than cash ...		1,000		
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up ...	£	Amount per share		
(6) Number of shares (if any) of each class issued at a discount ...		Nil		
(7) Amount of discount on the issue of shares which has not been written off at the date of this return ...		Nil		
(8) Amount called up on number of shares of each class ...	£	Amount per share	Number	Class
(9) Total amount of calls received (Note 2) ...		One	5,500	5,500
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash ...	£	1,000	Number	Class
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash ...	£	Nil	1,000	
(12) Total amount of calls unpaid ...				Nil
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debentures ...				Nil
(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return ...				Nil
(15) Total number of shares of each class forfeited ...		Number	Class	
(16) Total amount paid (if any) on shares forfeited ...		Nil		Nil
(17) Total amount of shares for which share warrants to bearer are outstanding ...				Nil
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return ...		Issued		Nil
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind ...		Surrendered		Nil

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3) ...

£ Nil

Presented by:

Presentor's reference:

*Handwritten signature and stamp*  
240 539850

4. List of Past and Present

Folio in register ledger containing particulars	Names and addresses
	<div>PARTICUALRS OF CHANGE ONLY</div> <div>NIL.</div>

Margin reserved for binding

Margin reserved for binding



### Members (Notes 4, 5 and 6)

Margin reserved for binding

5. Situation of the company's registers, etc., if kept at an address other than the registered office.

(a) Register of members (Note 10) Register held  
(b) Register of debenture holders (Note 11) at  
(c) Register of directors' interests (Note 12) Diversified Corporate Services Ltd.  
(d) Copies of directors' service contracts (Note 13) 1 Prince of Wales Passage  
117 Hampstead Road, London NW1. - to which any correspondence should be sent.

6. Particulars of directors of the company at the date of this return (Note 14)

Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	Eastfields Farm Withermarsh Green Nr. Stoke by Nayland Colchester Essex.	Director  Communication Security Ltd. St Edwin Properties & Investments Ltd. Proudhurst Ltd. L.E.H. Travel Ltd.

Particulars of the secretary of the company at the date of this return

Name (Notes 16, 20 and 21)	Address (Notes 21 and 22)
Margaret Patricia Craig	32 Vanbrugh Court, Wincott Street, London SE11.

#### CERTIFICATION

Delete if accounts etc. are  
not annexed

Delete if not a Private Company

Delete if the Number of Members of  
the Company does not exceed Fifty

Please see note 23 regarding the obligation  
to file certified copies of accounts and  
directors' reports with this return.

Oyez Publishing Limited, Oyez House,  
237 Long Lane, London SE1 4PU, a subsidiary of  
The Solicitors' Law Stationery Society, Limited  
May, 1975

#### DELETE ANY CERTIFICATE WHICH DOES NOT APPLY

A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.

B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.

C. ~~We certify that the number of members of the Company~~  
~~over fifty consists wholly of persons who, under Section 28(1)(b) of the~~  
~~Companies Act 1948, are not to be included in the reckoning of fifty.~~

D. We certify this Return and also that we have deleted those certificates which do not apply.

Signed Alan Brooke Pemberton Director

Margaret Patricia Craig Secretary

Companies 8

REGISTRAR

990443

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DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER, 1980

JOHN M. WINTER & SONS  
Chartered Accountants  
Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.



JOHN M. WINTER & SONS.

DIVERSIFIED CORPORATED SERVICES LIMITEDREPORT OF THE DIRECTORSFOR THE YEAR ENDED 30TH SEPTEMBER, 1980DIRECTOR

Colonel A.B. Pemberton, M.B.E.

PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

TRADING RESULTS

The trading results for the year are shown on page 3 of the attached accounts.

DIVIDEND

The Director does not recommend the payment of a dividend.

DIRECTORS INTERESTS IN SHARES

	<u>1980</u>	<u>1979</u>
Colonel A.B. Pemberton	5,500	5,500

EXPORTS

Exports of goods and services for the year amounted to £2,546 (1979 £6,454).

COMPANY STATUS

In the opinion of the Director, the Company is a 'close' Company as defined by Section 282 of the Income and Corporation Taxes Act 1970.

AUDITORS

John M. Winter &amp; Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

  
M.P. CraigSECRETARY9th January, 1981

REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements set out on pages 3 to 10 which have been prepared on the historical cost basis of accounting.

In our opinion these financial statements give, on the basis stated above, a true and fair view of the state of affairs of the Company and the Group as at 30th September, 1980 and of the Loss and source and application of funds of the Group for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.

JOHN M. WINTER & SONS

9th January, 1981

Chartered Accountants

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30TH SEPTEMBER 1980

	<u>Notes</u>	£	<u>1980</u> £	£	<u>1979</u> £
<u>TURNOVER</u>	1		£143,316 =====		£87,813 =====
<u>NET PROFIT (LOSS) FOR THE YEAR</u>			(199)		(30,566)
before taxation, after charging the following:					
Directors emoluments	2	4,602		4,652	
Depreciation	1	5,366		4,240	
Audit Fee		1,200		1,000	
Bank Interest		1,269		946	
		=====		=====	
<u>TAXATION</u>	3		(2,803)		(3,100)
<u>NET PROFIT/(LOSS) AFTER TAXATION</u>			£(2,604) =====		£(27,466) =====

## DIVERSIFIED CORPORATE SERVICES LIMITED

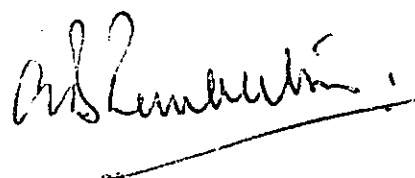
## CONSOLIDATED BALANCE SHEET

AS AT 30TH SEPTEMBER, 1980

	Notes	1980	1979
		£	£
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
		=====	=====
Issued and Fully Paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	4	(1,283)	(3,886)
		5,217	2,614
<u>DEFERRED TAXATION</u>	5	-	3,000
		£5,217	£5,614
		=====	=====
Represented by:			
<u>FIXED ASSETS</u>	7	9,577	6,590
<u>INVESTMENTS</u>	8	3,319	6,331
<u>CURRENT ASSETS</u>			
Stocks	1	8,945	2,380
Debtors and prepayments		11,647	49,263
Bank balances and cash		10,450	2,667
		31,042	54,310
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		16,323	23,864
Receipts in advance		21,000	22,126
Bank overdraft & Short Term Loans		-	12,979
Directors Current Account		1,398	2,648
		38,721	61,617
<u>NET CURRENT (LIABILITIES)/ASSETS</u>		(7,679)	(7,307)
		£5,217	£5,614
		=====	=====

A.B. Pemberton - DIRECTOR

9th January, 1981



DIVERSIFIED CORPORATE SERVICES LIMITED LIMITED

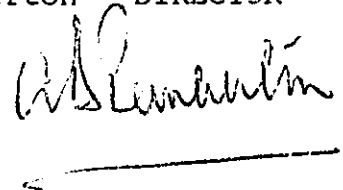
BALANCE SHEET

AS AT 30TH SEPTEMBER, 1980

	<u>Notes</u>	<u>1980</u>	<u>1979</u>
		£	£
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
		=====	=====
Issued and Fully Paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	4	(1,283)	(3,877)
		5,217	2,623
<u>DEFERRED TAXATION</u>	5	-	3,000
		£5,217	£5,623
		=====	=====
Represented by:			
<u>FIXED ASSETS</u>	7	9,577	6,590
<u>INTEREST IN SUBSIDIARY COMPANY</u>	6	-	-
<u>INVESTMENTS</u>	8	3,319	6,331
<u>CURRENT ASSETS</u>			
Stock	1	8,945	2,380
Debtors and prepayments		11,647	49,263
Bank balances and cash		10,450	2,667
		31,042	54,310
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		16,323	23,854
Receipts in advance		21,000	22,126
Bank Overdraft & Loans		-	12,970
Directors Current Account		1,398	2,646
		38,721	61,608
<u>NET CURRENT (LIABILITIES)</u>		(7,679)	(7,298)
		£5,217	£5,623
		=====	=====

A.B. Pemberton - DIRECTOR

9th January, 1981





DIVERSIFIED CORPORATE SERVICES LIMITEDNOTES TO THE ACCOUNTSAS AT 30TH SEPTEMBER 19801. ACCOUNTING POLICIESBasis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

Turnover

Turnover represents the net amounts invoiced to customers.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment	20%-25%
Motor Vehicles	25%

Deferred Taxation

Provision is made for deferred taxation where there is reasonable probability of payment in the foreseeable future.

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

2. DIRECTORS EMOLUMENTS

	<u>1980</u>	<u>1979</u>
Emoluments of the Chairman	£4,602	£4,652
	=====	=====

The number of Directors whose emoluments fell within the following scales:-

£2,501 - £5,000	1	1
-----------------	---	---

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1980

(Continued)

3.	<u>TAXATION</u>	<u>1980</u> £	<u>1979</u> £
	Based on the Profit for the year:		
	Transfer to (from) Deferred Taxation Account	2,600	(3,100)
	Underprovision in previous years	<u>197</u>	<u>-</u>
		£2,797	£(3,100)
		=====	=====
4.	<u>RESERVES</u>	<u>The Company</u> £	<u>The Group</u> £
	Share Premium at 30th September, 1979	£1,000	£1,000
		=====	=====
	Retained Loss at 1st October, 1979	(4,877)	(4,887)
	Profit/(Loss) for the year	2,594	2,603
	Cost of shares acquired by Minority Interest	<u>-</u>	<u>1</u>
		£(2,283)	£(2,283)
		=====	=====
	Deficiency at 30th September, 1980	£(1,283)	£(1,283)
		=====	=====
5.	<u>DEFERRED TAXATION</u>	<u>1980</u> £	<u>1979</u> £
	<u>The Group</u>		
	Fixed Assets	-	2,790
	Stock Relief	<u>-</u>	<u>210</u>
		£ -	£3,000
		=====	=====
	<u>The Company</u>		
	Fixed Assets	-	2,790
	Stock Relief	<u>-</u>	<u>210</u>
		£ -	£3,000
		=====	=====
6.	<u>INTEREST IN SUBSIDIARY COMPANY</u>		
	The Company owns 99% of the issued share capital of Communication Security Limited.		
		<u>1980</u> £	<u>1979</u> £
	Shares at Cost	327	327
	Loan Account	<u>30,509</u>	<u>38,118</u>
		30,836	38,445
	<u>Less: Provision</u>	<u>30,836</u>	<u>38,445</u>
		£ -	£ -
		=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1980

(Continued)

7. FIXED ASSETS

<u>The Company</u>	<u>Furniture Fixtures &amp; Equipment</u> £	<u>Motor Vehicles</u> £	<u>TOTAL</u> £
<u>Cost</u>			
At 1st October, 1979	18,801	-	18,801
Additions	<u>4,703</u>	<u>3,650</u>	<u>8,353</u>
30th September, 1980	<u>23,504</u>	<u>3,650</u>	<u>27,154</u>
<u>Depreciation</u>			
At 1st October, 1979	12,211	-	12,211
Charge for Year	<u>4,453</u>	<u>913</u>	<u>5,366</u>
At 30th September, 1980	<u>16,664</u>	<u>913</u>	<u>17,577</u>
<u>Net Book Values</u>			
30th September, 1980	£6,840 =====	£2,737 =====	£9,577 =====
30th September, 1979	£6,590 =====	£ - =====	£6,590 =====
<u>The Group</u>			
<u>Cost</u>			
At 1st October, 1979	21,702	-	21,702
Additions	<u>4,703</u>	<u>3,650</u>	<u>8,353</u>
At 30th September, 1980	<u>26,405</u>	<u>3,650</u>	<u>30,055</u>
<u>Depreciation</u>			
At 1st October, 1979	15,112	-	15,112
Charge for Year	<u>4,453</u>	<u>913</u>	<u>5,366</u>
At 30th September, 1980	<u>19,565</u>	<u>913</u>	<u>20,478</u>
<u>Net Book Values</u>			
30th September, 1980	£6,840 =====	£2,737 =====	£9,577 =====
30th September, 1979	£6,590 =====	£ - =====	£6,590 =====

DIVERSIFIED CORPORATE SERVICES LIMITEDNOTES TO THE ACCOUNTSAS AT 30TH SEPTEMBER, 1980

(Continued)

8. INVESTMENTS AT COST

	<u>1980</u>	<u>1979</u>
	£	£
Unquoted Investments		
1,250 Ordinary Shares - L.E.H. Travel Ltd.	-	1,250
Quoted Investments		
Market Value £2,709	<u>3,319</u>	<u>5,081</u>
	£3,319	£6,331
	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 30TH SEPTEMBER 1980

	<u>1980</u>		<u>1979</u>	
	£	£	£	£
<u>SOURCE OF FUNDS</u>				
Profit (Loss) before Tax		(199)		(30,566)
Adjustment for item not involving the movement of funds:				
Depreciation		5,366		4,240
<u>TOTAL GENERATED FROM OPERATIONS</u>		5,167		(26,326)
<u>FUNDS FROM OTHER SOURCES</u>				
Disposal of Assets	-		2,245	
Disposal of Investments	3,852		985	
		3,852		3,230
		9,019		(23,096)
<u>APPLICATION OF FUNDS</u>				
Purchase of Investments	841		891	
Tax Paid	197		2,689	
Purchase of Fixed Assets	8,352		112	
		9,390		3,692
		£ (371)		£ (26,788)
		=====		=====
<u>INCREASE (DECREASE) IN WORKING CAPITAL</u>				
Increase/(Decrease) in Stocks	6,555		(1,266)	
(Decrease)/Increase in Debtors	(37,616)		32,753	
Increase/(Decrease) in Creditors	9,918		(7,135)	
Movement in Net Liquid Funds:				
Increase/(Decrease) in Cash	20,762		(51,140)	
		£ (371)		£ (26,788)
		===		=====

No of Company 90443

Form 6A

THE COMPANIES ACT 1948 TO 1980

Annual return of a company having a share capital

Pursuant to Sections 124 and 126 of the Companies Act 1948

Annual return of Diversified Corporate Services Ltd, Limited\*,  
made up to the 27th February 19 81 (being the fourteenth day after the date of the annual general  
meeting for the year 19 81). \*Delete "Limited" if not applicable

1.	Address of the registered office of the company				Buchanan House, 24-30 Holborn, London EC1.			
2.	Summary of share capital and debentures							
(a)	Nominal share capital 10,000							
(1)	Nominal share capital £ divided into:							
	No of Shares		Class		Value of each share			
	10,000		Ordinary		£1			
(b)	Issued Share Capital and Debentures							
(2)	Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members)				Number		Class	
(3)	Number of shares of each class issued subject to payment wholly in cash				6,500		Ordinary	
(4)	Number of shares of each class issued as fully paid up for a consideration other than cash				5,500			
(5)	Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up				1,000			
(6)	Number of shares (if any) of each class issued at a discount				Nil			
(7)	Amount of discount on the issue of shares which has not been written off at the date of this return				Nil			
(8)	Amount called up on number of shares of each class				One		5,500	
(9)	Total amount of calls received (Note 1)				5,500		5,500	
(10)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash				1,000		1,000	
(11)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash				Nil		Nil	
(12)	Total amount of calls unpaid				Nil		Nil	
(13)	Total amount of sums (if any) paid by way of commission in respect of any shares of debentures				Nil		Nil	
(14)	Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return				Nil		Nil	
(15)	Total number of shares of each class forfeited				Nil		Nil	
(16)	Total amount paid (if any) on shares forfeited				Nil		Nil	
(17)	Total amount of shares for which share warrants to bearer are outstanding				Nil		Nil	
(18)	Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return				Issued Nil		Surrendered Nil	
(19)	Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind				Nil		Nil	
3.	Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 2) £ Nil							

Presented by:

Presentor's reference:



Hill Samuel & Co  
17/12/78  
R440



114

**Margin reserved for binding**

[illegible]

**Margin reserved for binding**

3.



5. Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.

Register of members (Note 9) ..... Register held at .....

- (b) Register of debenture holders (Note 10) ..... Diversified Corporate Services Ltd., 1 Prince of Wales Passage  
117 Hampstead Road, London NW1.

6. Particulars of directors of the company at the date of this return (Note 11)

Name, nationality and date of birth (where applicable) (Notes 12, 13 and 14)	Address (Note 15)	Business occupation and particulars of other directorships (Note 16)
Alan Brooke Pemberton	Eastfields Farm Withermarsh Green Nr. Stoke by Nayland Colchester Essex.	Director  Communication Security Ltd. General Garage Services (Northern) Ltd. Proudhurst Ltd. L.E.H. Travel Ltd.
Particulars of the secretary of the company at the date of this return		
Name (Notes 12, 13, 17 and 18)	Address (Notes 18 and 19)	
Margaret Patricia Craig	32 Vanbrugh Court, London SE11.	

Signed Alan Brooke Pemberton Director ..... M.P. Craig Secretary

No of Company 990443

Form 6A

THE COMPANIES ACT 1948 TO 1980

Annual return of a company having a share capital

Pursuant to Sections 124 and 126 of the Companies Act 1948

Annual return of DIVERSIFIED CORPORATE SERVICES LTD. Limited\*,  
made up to the 4th January, 1982 (being the fourteenth day after the date of the annual general  
meeting for the year 1982). \*Delete "Limited" if not applicable

1.	Address of the registered office of the company			
Buchanan House, 24-30 Holborn, London, EC1N 2JB.				
2.	Summary of share capital and debentures			
(a)	Nominal share capital			
(1)	Nominal share capital	10,000	divided into:	
		No of Shares	Class	Value of each share
		10,000	Ordinary	£1
(b)	Issued Share Capital and Debentures			
(2)	Number of shares of each class taken up to the date of this return (which number must agree with the total shown on the list as held by existing members)	6,500	Class	Ordinary
(3)	Number of shares of each class issued subject to payment wholly in cash	5,500	Class	Ordinary
(4)	Number of shares of each class issued as fully paid up for a consideration other than cash	1,000	Class	Ordinary
(5)	Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up		Amount per share	£
(6)	Number of shares (if any) of each class issued at a discount			
(7)	Amount of discount on the issue of shares which has not been written off at the date of this return			£ NIL
(8)	Amount called up on number of shares of each class	5,500	Class	Ordinary
(9)	Total amount of calls received (Note 1)			£ 5,500
(10)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	1,000	Class	Ordinary
(11)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash			£
(12)	Total amount of calls unpaid			£ NIL
(13)	Total amount of sums (if any) paid by way of commission in respect of any shares of debentures			£ NIL
(14)	Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return			£ NIL
(15)	Total number of shares of each class forfeited		Class	
(16)	Total amount paid (if any) on shares forfeited			£ NIL
(17)	Total amount of shares for which share warrants to bearer are outstanding			£ NIL
(18)	Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return		Issued	£ NIL
(19)	Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind		Surrendered	£ NIL
3.	Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 2)			
£ NIL				

Presented by:

JOHN M. WINTER & SONS

CHARTERED ACCOUNTANTS

BUCHANAN HOUSE, 24-30 HOLBORN,

LONDON, EC1N 2JB

Presentor's reference:

FHF/D510/5



Will Samuel & Co

£40/P2

060878.

[illegible]

**Margin reserved for binding**

— 3 —

Margin reserved for binding

**Margin reserved for binding**

3.

5. Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.

Register of members (Note 9) Register at Diversified Corporate Services Ltd.,

- (b) Register of 1 Prince of Wales Passage, 117 Hampstead Road, London, NW1  
debenture holders (Note 10).....

6. Particulars of directors of the company at the date of this return (Note 11)

Name, nationality and date of birth (where applicable) (Notes 12, 13 and 14)	Address (Note 15)	Business occupation and particulars of other directorships (Note 16)
Colonel Alan Brooke Pemberton, MBE	Eastfields Farm Withermarsh Green, Nr. Stoke by Nayland, Colchester, Essex	Sales Executive Director of: General Garage Services (Northern) Ltd. Proudhurst Ltd. LEH Travel Ltd.
Brigadier Peter Neil Stewart-Richardson	19 Redan Street London, W14 6AB	Businessman
Particulars of the secretary of the company at the date of this return		
Name (Notes 12, 13, 17 and 18)	Address (Notes 18 and 19)	
Caroline Jane Buckley	4 Meadway, Hillside Avenue, Woodford Green, Essex, IG8 7RF	

Signed Alan Brooke Director Caroline Jane Buckley Secretary

990443.  
Registrar

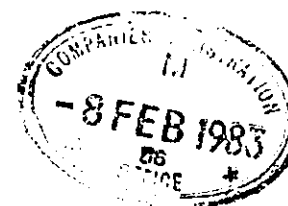
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DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER, 1981

JOHN M. WINTER & SONS  
Chartered Accountants  
Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.



DIVERSIFIED CORPORATE SERVICES LIMITEDREPORT OF THE DIRECTORSFOR THE YEAR ENDED 30TH SEPTEMBER, 1981DIRECTOR

Colonel A.B. Pemberton, M.B.E.

PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

TRADING RESULTS

The trading results for the year are shown on page 3 of the attached accounts.

DIVIDEND

The Director does not recommend the payment of a dividend.

DIRECTORS INTERESTS IN SHARES

	<u>1981</u>	<u>1980</u>
Colonel A.B. Pemberton	5,500	5,500

EXPORTS

Exports of goods and services for the year amounted to £2,546 (1980 £2,546).

AUDITORS

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

M.P. Craig

SECRETARY

9th December, 1981

REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 10 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1981 and of the Loss and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1980.

Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.

JOHN M. WINTER & SONS

9th December, 1981

Chartered Accountants



3.

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30TH SEPTEMBER 1981

	<u>Notes</u>	£	<u>1981</u> £	£	<u>1980</u> £
<u>TURNOVER</u>	1		£82,027 =====		£143,316 =====
<u>NET LOSS FOR THE YEAR</u>			(10,631)		(199)
before taxation, after charging the following:					
Directors emoluments	2	4,739		4,602	
Depreciation	1	5,015		5,366	
Audit Fee		1,950		1,200	
Bank Interest		8		1,269	
		=====		=====	
<u>TAXATION</u>	3		-		(2,803)
<u>NET LOSS AFTER TAXATION</u>			£(10,631) =====		£(2,604) =====

4.

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED BALANCE SHEET

AS AT 30TH SEPTEMBER, 1981

	Notes	£	1981	£	£	1980	£
<u>FIXED ASSETS</u>	6			7,236			9,577
<u>INVESTMENTS</u>	7			2,323			3,319
<u>CURRENT ASSETS</u>							
Stocks	1	3,401			8,945		
Debtors and prepayments		10,287			11,647		
Bank balances and cash		<u>23,314</u>			<u>10,450</u>		
		37,002			31,042		
		-----			-----		
<u>CURRENT LIABILITIES</u>							
Creditors and accruals		25,573			16,323		
Receipts in advance		21,000			21,000		
Bank overdraft &							
Short Term Loans		6,332			-		
Directors Current Account		<u>(930)</u>			<u>1,398</u>		
		51,975			38,721		
		-----			-----		
<u>NET CURRENT (LIABILITIES)</u>				(14,973)			(7,679)
				£(5,414)			£5,217
				=====			=====
Financed by:							
<u>SHARE CAPITAL</u>							
Authorised:							
Ordinary Shares of £1 each				£10,000			£10,000
				=====			=====
Issued and Fully Paid:							
Ordinary Shares of £1 each				6,500			6,500
<u>RESERVES</u>	4			(11,914)			(1,283)
				£(5,414)			£5,217
				=====			=====

A.B. Pemberton - DIRECTOR

*A.B. Pemberton*

9th December, 1981

DIVERSIFIED CORPORATE SERVICES LIMITED LIMITED

5.

BALANCE SHEET

AS AT 30TH SEPTEMBER, 1981

	<u>Notes</u>	<u>1981</u>	<u>1980</u>
		£	£
<u>FIXED ASSETS</u>	6	7,236	9,577
<u>INTEREST IN SUBSIDIARY COMPANY</u>	5	-	-
<u>INVESTMENTS</u>	7	2,323	3,319
<u>CURRENT ASSETS</u>			
Stock	1	3,401	8,945
Debtors and prepayments		10,287	11,647
Bank balances and cash		23,314	10,450
		37,002	31,042
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		25,573	16,323
Receipts in advance		21,000	21,000
Bank Overdraft & Loans		6,332	-
Directors Current Account		(930)	1,398
		51,975	38,721
<u>NET CURRENT (LIABILITIES)</u>		(14,973)	(7,679)
		£(5,414)	£5,217
		=====	=====
Financed by:			
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
		=====	=====
Issued and Fully Paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	4	(11,914)	(1,283)
		£(5,414)	£5,217
		=====	=====

A.B. Pemberton - DIRECTOR

9th December, 1981

*A.B. Pemberton*

DIVERSIFIED CORPORATE SERVICES LIMITED

6.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1981

1. ACCOUNTING POLICIES

Basis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

Turnover

Turnover represents the net amounts invoiced to customers.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment	20%-25%
Motor Vehicles	25%

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

2. DIRECTORS EMOLUMENTS

	<u>1981</u>	<u>1980</u>
Emoluments of the Chairman	£4,739	£4,602
	=====	=====

The number of Directors whose emoluments fell within the following scales:-

£0 - £5,000	1	1
-------------	---	---

7.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1981

(Continued)

3. TAXATION

	<u>1981</u> £	<u>1980</u> £
Based on the Profit for the year:		
Transfer to (from) Deferred Taxation Account	-	2,600
Underprovision in previous years	-	<u>197</u>

£-

===

£2,797

=====

4. RESERVES

	<u>The Company</u> £	<u>The Group</u> £
Share Premium at 30th September, 1981	£1,000	£1,000
	=====	=====
Retained Loss at 1st October, 1980	(2,283)	(4,877)
(Loss)/Profit for the year	<u>(10,631)</u>	<u>2,594</u>
	£(12,914)	£(2,283)
	=====	=====
Deficiency at 30th September, 1981	£(11,914)	£(1,283)
	=====	=====

5. INTEREST IN SUBSIDIARY COMPANY

The Company owns 99% of the issued share capital of Communication Security Limited.

	<u>1981</u> £	<u>1980</u> £
Shares at Cost	327	327
Loan Account	<u>28,990</u>	<u>30,509</u>
	29,317	30,836
<u>Less: Provision</u>	<u>29,317</u>	<u>30,836</u>
	£ -	£ -
	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

8.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1981

6. FIXED ASSETS

(Continued)

<u>The Company</u>	<u>Furniture Fixtures &amp; Equipment</u> £	<u>Motor Vehicles</u> £	<u>TOTAL</u> £
<u>Cost</u>			
At 1st October, 1980	23,504	3,650	27,154
Additions	<u>2,674</u>	<u>-</u>	<u>2,674</u>
30th September, 1981	26,178	3,650	29,828
<u>Depreciation</u>	<u>-----</u>	<u>-----</u>	<u>-----</u>
At 1st October, 1980	16,664	913	17,577
Charge for Year	<u>4,103</u>	<u>912</u>	<u>5,015</u>
At 30th September, 1981	20,767	1,825	22,592
<u>Net Book Values</u>			
30th September, 1981	£5,411	£1,825	£7,236
	=====	=====	=====
30th September, 1980	£6,840	£2,737	£9,577
	=====	=====	=====
<u>The Group</u>			
<u>Cost</u>			
At 1st October, 1980	26,405	3,650	30,055
Additions	<u>2,674</u>	<u>-</u>	<u>2,674</u>
At 30th September, 1981	29,079	3,650	32,729
<u>Depreciation</u>	<u>-----</u>	<u>-----</u>	<u>-----</u>
At 1st October, 1980	19,565	913	20,478
Charge for Year	<u>4,103</u>	<u>912</u>	<u>5,015</u>
At 30th September, 1981	23,668	1,825	25,493
<u>Net Book Values</u>			
30th September, 1981	£5,411	£1,825	£7,236
	=====	=====	=====
30th September, 1980	£6,840	£2,737	£9,577
	=====	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

9.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1981

(Continued)

7. INVESTMENTS AT COST

	<u>1981</u>	<u>1980</u>
	<u>£</u>	<u>£</u>
Quoted Investments		
Market Value £1,058	£2,326	£3,319
	=====	=====

10.

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 30TH SEPTEMBER 1981

	<u>1981</u>		<u>1980</u>
	£	£	£
<u>SOURCE OF FUNDS</u>			
(Loss) before Tax	(10,631)		(199)
Adjustment for item not involving the movement of funds:			
Depreciation	<u>5,015</u>		<u>5,366</u>
<u>TOTAL GENERATED FROM OPERATIONS</u>	(5,616)		5,167
<u>FUNDS FROM OTHER SOURCES</u>			
Disposal of Investments	<u>1,114</u>		<u>3,852</u>
	(4,502)		9,019
<u>APPLICATION OF FUNDS</u>			
Purchase of Investments	118		841
Tax Paid	-		197
Purchase of Fixed Assets	<u>2,674</u>		<u>8,352</u>
	<u>2,792</u>		<u>9,390</u>
	£(7,294)		£ (371)
	=====		=====
<u>INCREASE (DECREASE) IN WORKING CAPITAL</u>			
(Decrease)/Increase in Stocks	(5,544)		6,565
(Decrease) in Debtors	(1,360)		(37,616)
(Increase)/Decrease in Creditors	(6,922)		9,918
Movement in Net Liquid Funds:			
Increase in Cash	<u>6,532</u>		<u>20,762</u>
	£(7,294)		£ (371)
	=====		=====



REGISTRAR

9904/13

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DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER, 1982

JOHN M. WINTER & SONS  
Chartered Accountants  
Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.



DIVERSIFIED CORPORATE SERVICES LIMITED

1.

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 30TH SEPTEMBER, 1982

DIRECTOR

Colonel A.B. Pemberton, M.B.E.  
Brigadier P.N.R. Stewart-Richardson (Appointed 5th October 1981)

PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

TRADING RESULTS

The trading results for the year are shown on page 3 of the attached accounts.

DIVIDEND

The Directors do not recommend the payment of a dividend.

DIRECTORS INTERESTS IN SHARES

	<u>1982</u>	<u>1981</u>
Colonel A.B. Pemberton	5,500	5,500

AUDITORS

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

C.J. Buckley

SECRETARY

20th January, 1983

REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 10 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1982 and of the profit and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1981.

Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.

20th January, 1983

JOHN M. WINTER & SONS

Chartered Accountants

3.

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30TH SEPTEMBER 1982

	<u>Notes</u>	£	<u>1982</u> £	£	<u>1981</u> £
<u>TURNOVER</u>	1		£155,041 =====		£82,027 =====
<u>NET PROFIT/(LOSS) FOR THE YEAR</u>			14,671		(10,631)
before taxation, after charging the following:					
Directors emoluments	2	18,525		4,739	
Depreciation	1	6,436		5,015	
Audit Fee		2,000		1,950	
Bank Interest		494		8	
		=====		=====	
<u>TAXATION RECOVERED</u>	3		<u>2,797</u>		<u>-</u>
<u>NET PROFIT/(LOSS) AFTER TAXATION</u>			£17,468 =====		£(10,631) =====

DIVERSIFIED CORPORATE SERVICES LIMITED

4.

CONSOLIDATED BALANCE SHEET

AS AT 30TH SEPTEMBER, 1982

	<u>Notes</u>	<u>1982</u>	<u>1981</u>
		£	£
<u>FIXED ASSETS</u>	6	8,939	7,236
<u>INVESTMENTS</u>	7	1,432	2,323
<u>CURRENT ASSETS</u>			
Stocks		1,890	3,401
Debtors and prepayments		7,852	10,287
Bank balances and cash		<u>48,141</u>	<u>23,314</u>
		57,883	37,002
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		36,130	25,573
Receipts in advance		21,000	21,000
Bank overdraft & Short Term Loans		-	6,332
Directors Current Account		<u>(930)</u>	<u>(930)</u>
		56,200	51,975
<u>NET CURRENT ASSETS/(LIABILITIES)</u>		<u>1,683</u>	<u>(14,973)</u>
		£12,054	£(5,414)
Financed by:		=====	=====
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
		=====	=====
Issued and Fully Paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	4	<u>5,554</u>	<u>(11,914)</u>
		£12,054	£(5,414)
		=====	=====

A.B. Pemberton )

P.N.R. Stewart-Richardson )

DIRECTORS

20th January, 1983

*A.B. Pemberton*

*P.N.R. Stewart-Richardson*

DIVERSIFIED CORPORATE SERVICES LIMITED

5.

BALANCE SHEET

AS AT 30TH SEPTEMBER, 1982

	<u>Notes</u>	<u>1982</u>	<u>1981</u>
		£	£
<u>FIXED ASSETS</u>	6	8,939	7,236
<u>INTEREST IN SUBSIDIARY COMPANY</u>	5	-	-
<u>INVESTMENTS</u>	7	1,432	2,323
<u>CURRENT ASSETS</u>			
Stock	1	1,890	3,401
Debtors and prepayments		7,852	10,287
Bank balances and cash		48,141	23,314
		57,883	37,002
<u>CURRENT LIABILITIES</u>			
Creditors and accruals		36,130	25,573
Receipts in advance		21,000	21,000
Bank Overdraft & Loans		-	6,332
Directors Current Account		(930)	(930)
		56,200	51,975
<u>NET CURRENT ASSETS/(LIABILITIES)</u>		<u>1,683</u>	<u>(14,973)</u>
Financed by:		£12,054	£(5,414)
<u>SHARE CAPITAL</u>			
Authorised:			
Ordinary Shares of £1 each		£10,000	£10,000
Issued and Fully Paid:			
Ordinary Shares of £1 each		6,500	6,500
<u>RESERVES</u>	1	<u>5,554</u>	<u>(11,914)</u>
		£12,054	£(5,414)

A.B. Pemberton )

P.N.R. Stewart-Richardson )

DIRECTORS

20th January, 1983

*A.B. Pemberton*

*P. Stewart-Richardson*

DIVERSIFIED CORPORATE SERVICES LIMITED

6.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1982

1. ACCOUNTING POLICIES

Basis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

Turnover

Turnover represents the net amounts invoiced to customers.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment	20%-25%
Motor Vehicles	25%

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

2. DIRECTORS EMOLUMENTS

	<u>1982</u> £	<u>1981</u> £
Remuneration	17,385	4,739
Pension Contribution	<u>1,140</u>	<u>-</u>
	£18,525	£4,739
	=====	=====
Emoluments of the Chairman	£ 6,750	£4,739
	=====	=====
Emoluments of the highest paid Director	£10,635	£ -
	=====	=====
The number of Directors whose remuneration fell within the following ranges:		
£ 0 - £ 5,000	-	1
£ 5,001 - £10,000	1	-
£10,001 - £15,000	1	-

DIVERSIFIED CORPORATE SERVICES LIMITED

7.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1982

(Continued)

3. TAXATION

Based on the Profit for the year:  
Corporation Tax Repayment

<u>1982</u>	<u>1981</u>
£	£
£2,797	£ -
=====	=====

There is no charge for Corporation Tax on the profits for the year, as relief will be obtained for trading losses incurred in earlier years.

4. RESERVES

Share Premium at 30th September, 1982

<u>The Company</u>	<u>The Group</u>
£	£

£1,000	£1,000
=====	=====

Retained Loss at 1st October, 1981  
(Loss)/Profit for the year

(12,914)	(12,914)
<u>17,468</u>	<u>17,468</u>

£ 4,554	£4,554
=====	=====

Balance at 30th September, 1982

£5,554	£5,554
=====	=====

5. INTEREST IN SUBSIDIARY COMPANY

The Company owns 99% of the issued share capital of Communication Security Limited.

<u>1982</u>	<u>1981</u>
£	£

Shares at Cost  
Loan Account

327	327
<u>19,170</u>	<u>28,990</u>

Less: Provision

19,497	29,317
<u>19,497</u>	<u>29,317</u>

£ -	£ -
=====	=====



DIVERSIFIED CORPORATE SERVICES LIMITED

8.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1982

6. FIXED ASSETS

(Continued)

<u>The Company</u>	<u>Furniture Fixtures &amp; Equipment</u> £	<u>Motor Vehicles</u> £	<u>TOTAL</u> £
<u>Cost</u>			
At 1st October, 1981			
Additions	26,178	3,650	29,828
	<u>5,522</u>	<u>4,442</u>	<u>9,964</u>
Disposals	31,700	8,092	39,792
	<u>-</u>	<u>3,650</u>	<u>3,650</u>
30th September, 1982	31,700	4,442	36,142
	<u>-----</u>	<u>-----</u>	<u>-----</u>
<u>Depreciation</u>			
At 1st October, 1981			
Disposals	20,767	1,825	22,592
	<u>-</u>	<u>1,825</u>	<u>1,825</u>
Charge for the year	20,767	-	20,767
	<u>5,326</u>	<u>1,110</u>	<u>6,436</u>
At 30th September, 1982	26,093	1,110	27,203
	<u>-----</u>	<u>-----</u>	<u>-----</u>
<u>Net Book Values</u>			
30th September, 1982	£5,607	£3,332	£8,939
	=====	=====	=====
30th September, 1981	£5,411	£1,825	£7,236
	=====	=====	=====
<u>The Group</u>			
<u>Cost</u>			
At 1st October, 1981			
Additions	29,079	3,650	32,729
	<u>5,522</u>	<u>4,442</u>	<u>9,964</u>
Disposals	34,601	8,092	42,693
	<u>-</u>	<u>3,650</u>	<u>3,650</u>
At 30th September, 1982	34,601	4,442	39,043
	<u>-----</u>	<u>-----</u>	<u>-----</u>
<u>Depreciation</u>			
At 1st October, 1981			
Disposals	23,668	1,825	25,493
	<u>-</u>	<u>1,825</u>	<u>1,825</u>
Charge for Year	23,668	-	23,668
	<u>5,326</u>	<u>1,110</u>	<u>6,436</u>
At 30th September, 1982	28,994	1,110	30,104
	<u>-----</u>	<u>-----</u>	<u>-----</u>
<u>Net Book Values</u>			
30th September, 1982	£5,607	£3,332	£8,939
	=====	=====	=====
30th September, 1981	£5,411	£1,825	£7,236
	=====	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

9.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1982

(Continued)

7. INVESTMENTS AT COST

Quoted Investments  
Market Value £810

<u>1982</u>	<u>1981</u>
<u>£</u>	<u>£</u>
£1,432	£2,326
=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

10.

CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE YEAR ENDED 30TH SEPTEMBER 1982

	<u>1982</u>		<u>1981</u>
	£	£	£
<u>SOURCE OF FUNDS</u>			
Profit/(Loss) before Tax	14,671		(10,631)
Adjustment for item not involving the movement of funds:			
Profit on sale of Fixed Assets	(925)		-
Depreciation	<u>6,436</u>		<u>5,015</u>
	<u>5,511</u>		<u>5,015</u>
<u>TOTAL GENERATED FROM OPERATIONS</u>	20,182		(5,616)
<u>FUNDS FROM OTHER SOURCES</u>			
Sale of Fixed Assets	2,750		-
Disposal of Investments	890		1,114
Taxation Repayment	<u>2,797</u>		<u>-</u>
	<u>6,437</u>		<u>1,114</u>
	26,619		(4,502)
<u>APPLICATION OF FUNDS</u>			
Purchase of Investments	-		118
Purchase of Fixed Assets	<u>9,964</u>		<u>2,674</u>
	<u>9,964</u>		<u>2,792</u>
	£16,655		£(7,294)
	=====		=====
<u>INCREASE (DECREASE) IN WORKING CAPITAL</u>			
(Decrease) in Stocks	(1,541)		(5,544)
(Decrease) in Debtors	(2,435)		(1,360)
(Increase) in Creditors	(10,557)		(6,922)
Movement in Net Liquid Funds:			
Increase in Cash	<u>31,158</u>		<u>6,532</u>
	£16,655		£(7,294)
	=====		=====

990443

No of Company .....

Form 6A

## THE COMPANIES ACT 1948 TO 1980

## Annual return of a company having a share capital

Pursuant to Sections 124 and 126 of the Companies Act 1948

Annual return of ..... DIVERSIFIED CORPORATE SERVICES LTD. .... Limited\*,  
made up to the ..... 4th February ..... 19 ..... 83 ..... (being the fourteenth day after the date of the annual general  
meeting for the year 19 ..... 83 .....). \*Delete "Limited" if not applicable

Buchanan House, 24-30 Holborn, London, EC1N 2JB.

1.	Address of the registered office of the company	
2.	Summary of share capital and debentures	
(a)	Nominal share capital	
(1)	Nominal share capital £10,000	divided into:
	No of Shares 10,000	Class Ordinary
(b)	Issued Share Capital and Debentures	
(2)	Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members)	Number 5,500 Class Ordinary
(3)	Number of shares of each class issued subject to payment wholly in cash	5,500 Ordinary
(4)	Number of shares of each class issued as fully paid up for a consideration other than cash	1,000 Ordinary
(5)	Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	Amount per share £
(6)	Number of shares (if any) of each class issued at a discount	NIL
(7)	Amount of discount on the issue of shares which has not been written off at the date of this return	£
(8)	Amount called up on number of shares of each class	Number 5,500 Class Ordinary
(9)	Total amount of calls received (Note 1)	£5,500
(10)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	£1,000 Number 1,000 Class Ordinary
(11)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash	£
(12)	Total amount of calls unpaid	NIL
(13)	Total amount of sums (if any) paid by way of commission in respect of any shares of debentures	NIL
(14)	Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return	NIL
(15)	Total number of shares of each class forfeited	Number Class
(16)	Total amount paid (if any) on shares forfeited	£NIL
(17)	Total amount of shares for which share warrants to bearer are outstanding	£NIL
(18)	Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return	Issued .. £NIL Surrendered .. £NIL
(19)	Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind	
3.	Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 2)	
	£NIL	

Presented by: JOHN M. WINTER & SONS  
CHARTERED ACCOUNTANTS  
BUCHANAN HOUSE, 24-30 HOLBORN,  
LONDON, EC1N 2JB  
Presentor's reference: FHF/D519/5

Hill, Samuel & Co.  
007589  
2P/140



#### 4. LIST OF PAST AND PRESENT MEMBERS

[illegible]

**Margin reserved for binding**

**Margin reserved for binding**

[illegible]

**Margin reserved for binding**

5. Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.

Register of members (Note 9) ..... Register at Diversified Corporate Services Ltd.,

- (b) Register of debenture holders (Note 10) ..... 1 Prince of Wales Passage, 117 Hampstead Road, London, NW1

6. Particulars of directors of the company at the date of this return (Note 11)

Name, nationality and date of birth (where applicable) (Notes 12, 13 and 14)	Address (Note 15)	Business occupation and particulars of other directorships (Note 16)
Colonel Alan Brooke Pemberton, MBE	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland, Colchester, Essex	Sales Executive Director of:  LEH Travel Ltd. Communication Security Ltd.
Brigadier Peter Neil Stewart-Richardson	19 Redan Street London, W14 0AB	Businessman
Particulars of the secretary of the company at the date of this return		
(Notes 12, 13, 17 and 18)	Address (Notes 18 and 19)	
Caroline Jane Buckley	4 Meadway, Hillside Avenue, Woodford, Green, Essex, IG8 7RF	

Signed ..... Director

..... Secretary

No of Company 990443 / 52

Form 6A

**THE COMPANIES ACT 1948 TO 1980**  
**Annual return of a company having share capital**  
Pursuant to Sections 124 and 126 of the Companies Act 1948

Annual return of DIVERSIFIED CORPORATE SERVICES LTD MAR 16 1984 0400 AR - 020.00  
made up to the 16 March 1984 (being the fourteenth day after the date of the annual general meeting for the year 1984). Limited\*  
\*Delete "Limited" if not applicable

Buchanan House, 24-30 Holborn, London. EC1N 2JB

1. Address of the registered office of the company

2. Summary of share capital and debentures

(a) Nominal share capital

(1) Nominal share capital £ 10,000 divided into:  

No of Shares	Class	Value of each share
10,000	Ordinary	£1

(b) Issued Share Capital and Debentures

	Number	Class
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members)	6,500	Ordinary
(3) Number of shares of each class issued subject to payment wholly in cash	5,500	Ordinary
(4) Number of shares of each class issued as fully paid up for a consideration other than cash	1,000	Ordinary

(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up .. .. . { £ Amount per share

(6) Number of shares (if any) of each class issued at a discount .. .. . { NIL

(7) Amount of discount on the issue of shares which has not been written off at the date of this return .. .. . £ NIL

	Amount per share	Number	Class
(8) Amount called up on number of shares of each class .. { £1		5,500	Ordinary
(9) Total amount of calls received (Note 1) .. .. .			£ 5,500

	£	Number	Class
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash .. { £1,000 on {		1,000	Ordinary

	£	Number	Class
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash .. {			

(12) Total amount of calls unpaid .. .. . £ NIL

(13) Total amount of sums (if any) paid by way of commission in respect of any shares of debentures .. .. . £ NIL

(14) Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return .. .. . £ NIL

	Number	Class
(15) Total number of shares of each class forfeited .. .. .		

(16) Total amount paid (if any) on shares forfeited .. .. . £ NIL

(17) Total amount of shares for which share warrants to bearer are outstanding .. .. . £ NIL

	Issued	Surrendered
(18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return .. .. .		

(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind .. .. .

3. Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 2) .. .. . £ NIL

Presented by:

Presented





**Margin reserved for binding**

**Margin reserved for binding**

### LIST OF PAST AND PRESENT MEMBERS (NOTES 3, 4, and 5)

[illegible]

**Margin reserved for binding**

[illegible]

**Margin reserved for binding**

5. Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.

Register of members (Note9) Register at Diversified Corporate Services Ltd

(b) Register of debenture holders (Note 10)..... 1 Prince of Wales Passage, 117 Hampstead Road, London. NW1 3EE

6. Particulars of directors of the company at the date of this return (Note 11)

Name, nationality and date of birth (where applicable). (Notes 12, 13 and 14)	Address (Note 15)	Business occupation and particulars of other directorships (Note 16)
Colonel Alan Brooke Pemberton MBE	Eastfields Farm Withermarsh Green Stoke by Nayland Colchester Essex	Director of:  LEH Travel Ltd Communication Security Ltd Nore Fire & Security Services Ltd
Brigadier Peter Neil Stewart-Richardson	19 Redan Street London W14 0AB	Director of:  Norse Fire & Security Services Ltd
Particulars of the secretary of the company at the date of this return		
Name (Notes 12, 13, 17 and 18)		Address (Notes 18 and 19)
Caroline Jane Buckley		4 Meadway, Hillside Avenue, Woodford Green, Essex. IG8 7RF

Signed Alan Brooke Pemberton Director Caroline Jane Buckley Secretary

A

## THE COMPANIES ACTS 1948 TO 1981

Annual return of a company  
having a share capitalPursuant to sections 124 and 126  
of the Companies Act 1948Please do not  
write in this  
binding margin

To the Registrar of Companies

For official use

Company number

990443

Please complete  
legibly, preferably  
in black type, or  
bold block lettering.\* delete if  
inappropriate† Scottish  
companies  
see also note 2† enter number  
of continuation  
sheets attached

Annual return of

DIVERSIFIED CORPORATE SERVICES LTD.

Limit

made up to the .....31st January.....19.84..... (hereinafter called 'the date of this return'  
being the fourteenth day after the date of the annual general meeting for the year 19.84....

Address of registered office of the company

Buchanan House, 24-30 Holborn

London EC1N 2JB

Total amount of indebtedness of the company in respect of all mortgages and charges  
which are required to be registered with the Registrar of Companies (note 1). †

Nil

If the register of members or any register of debenture  
holders is kept at a place other than the registered  
office, insert the address of the place where it is kept,  
or, if such a register is kept otherwise than in a legible  
form and the place for inspection of the register is  
elsewhere than at the registered office, insert the  
address where inspection may be made. (see note 3)

Register of members

Register of Diversified Corporate  
Services Ltd

Register of debenture holders

1 Prince of Wales Passage

117 Hampstead Road, London, NW1

Particulars of the person who is the secretary at the date of this return

Name (notes 4, 5 and 6) Caroline Jane Buckley

Previous name(s) (note 4)

Address (notes 5, 6 and 7) 4 Meadway, Hillside Avenue, Woodford Green,  
Essex IG8 7RF

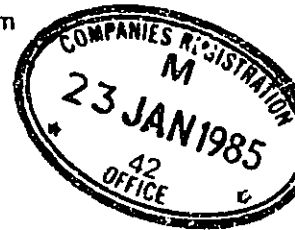
We certify this return which comprises pages 1, 2 and 3 [plus † 1 continuation sheets]

Signed Albert Pemberton Director, and C. J. Buckley SecretaryPresentor's name, address and  
reference (if any):John M. Winter & Sons  
Buchanan House  
24-30 Holborn  
London EC1N 2JB

BS /D519/5

For official use  
General section

Post room

Hill Samuel  
L40/2.  
306885.

**Please complete legibly, preferably in black type, or bold block lettering.**

**Important**  
The particulars  
to be given are  
those referred  
to in section  
200 of the  
Companies Act  
1948 as amend  
by section 95  
of the Compan  
Act 1981.

\*enter particulars of other direct ships held or previously held (see note 10). If this space is insufficient use a continuation sheet:

Nominal share capital  
divided into:-

**Please complete legibly, preferably in black type, or bold block lettering**

£ 10,000		
Number of shares	Class	Nominal value of each share
10,000	Ordinary	£ 1
		£
		£
		£

- 1 Number of shares of each class taken up to the date of this return (which must agree with the total shown in the list as held by existing members)
- 2 Number of shares of each class issued subject to payment wholly in cash
- 3 Number of shares of each class issued as fully paid up for a consideration other than cash

- 4 Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up
- 5 Number of shares (if any) of each class issued at a discount
- 6 Amount of discount on the issue of shares which has not been written off at the date of this return
- 7 Amount called up on number of shares of each class
- 8 Total amount of calls received (note 8)
- 9 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash
- 10 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash
- 11 Total amount of calls unpaid
- 12 Total amount of sums (if any) paid by way of commission in respect of any shares or debentures
- 13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return
- 14 Total number of shares of each class forfeited
- 15 Total amount paid (if any) on shares forfeited
- 16 Total amount of shares for which share warrants to bearer are outstanding
- 17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return
- 18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind

	Number	Class
	6,500	Ordinary
	5,500	Ordinary
	1,000	Ordinary
Amount		
£ *		
£1 *	5,500	Ordinary
£ 5,500		
£1,000	1,000	Ordinary
£		
£		
£		
£		
£		
£		
£		
£		

\* per share

### LIST OF PAST

Folio in register ledger containing particulars	Names and addresses
	As per Continuation Sheet.



1



**Important**  
The particulars to be given are those referred to in section 200 of the Companies Act 1948 as amended by section 95 of the Companies Act 1981.

Name (note 4) Colonel Alan Brooke Pemberton, MBE

Previous name(s) (note 4)

Nationality

Address (note 7) Eastfields Farm, Withermarsh Green,  
Nr. Stoke by Nayland, Colchester, Essex

British

Date of birth (note 11)

Other directorships \* LEH Travel Ltd. Communication Security Ltd.  
Norse Fire & Security Services Ltd.

Name (note 4) Brigadier Peter Neil Stewart-Richardson

Business occupation  
Businessman

Previous name(s) (note 4)

Nationality

Address: (note 7) 19 Redan Street, London W14 0AB

British

Date of birth (note 11)

Other directorships \*Norse Fire & Security Services Ltd.

Name (note 4)

Business occupation

Previous name(s) (note 4)

Nationality

Address (note 7)

Date of birth (note 11)

Other directorships \*

## Account of shares

Number of shares or amount of stock held by existing members at date of return. (notes 15 and 16)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (note 17)		Remarks
	Number (note 16)	Date of registration of transfer (a) (b)	
	As per Continuation Sheet		

THE COMPANIES ACTS 1948 TO 1981

Form No. 6a  
continuation

Please do not  
write in this  
binding margin.

# **Annual return of a company having a share capital (continuation)**

Continuation sheet No 1  
of 1



This sheet should be attached to and forms part of the annual return for \_\_\_\_\_  
DIVERSIFIED CORPORATE SERVICES \_\_\_\_\_ made up  
to the 31st January, 1984 Company number

990443

Please complete  
legibly, preferably  
in black type, or  
bold block lettering.

Particulars of the directors of the company at the date of this return (note 9)

\*enter particulars  
of other director-  
ships held or  
previously held  
(see note 10). If  
this space is  
insufficient  
continue on  
back page.

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

### List of Past and Present

[illegible]

Please do not  
write in this  
binding margin.



**Please complete  
legibly,  
preferably in  
black type, or  
bold block  
lettering**





DIVERSIFIED CORPORATE SERVICES LIMITED

MODIFIED ACCOUNTS

30TH SEPTEMBER, 1983

JOHN M. WINTER & SONS  
Chartered Accountants  
Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.



REPORT OF THE AUDITORS

TO THE DIRECTORS OF DIVERSIFIED CORPORATE SERVICES LIMITED  
Under Section 7(5) of the Companies Act 1981

We have examined the financial statements on pages 2 to 4 which have been modified, in the manner permitted for a small company, from the financial statements of the company prepared for its members for the year ended 30th September, 1983.

In our opinion the company satisfied the requirements for exemption applicable to a small company in respect of the year ended 30th September, 1983 and the modified accounts attached have been properly prepared in the manner permitted by Section 6 of the Companies Act 1981.

We set out below the text of our report dated 17th January, 1984 to the members on the unmodified accounts for the year ended 30th September, 1983.

"We have audited the financial statements on pages 3 to 11 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1983 and of the profit and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1981".

Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.

JOHN M. WINTER & SONS

17th January, 1984

Chartered Accountants

DIVERSIFIED CORPORATE SERVICES LIMITEDMODIFIED CONSOLIDATED BALANCE SHEETAS AT 30TH SEPTEMBER, 1983

	<u>Notes</u>	<u>1983</u>	<u>1982</u>
		£	£
<u>TANGIBLE FIXED ASSETS</u>		8,575	8,939
<u>CURRENT ASSETS</u>			
Stocks	1	1,169	1,890
Debtors		85,370	8,782
Investments		1,276	1,432
Cash at bank and in hand		<u>44,841</u>	<u>48,141</u>
		132,656	60,245
<u>CREDITORS: amounts falling due</u>			
<u>within one year</u>		<u>96,126</u>	<u>57,130</u>
<u>NET CURRENT ASSETS</u>		<u>36,530</u>	<u>3,115</u>
<u>TOTAL ASSETS LESS CURRENT LIABILITIES</u>		<u>£45,105</u>	<u>£12,054</u>
		=====	=====
<u>CAPITAL AND RESERVES</u>			
Called up share capital	2	6,500	6,500
Share premium account		1,000	1,000
Profit and loss account		<u>37,605</u>	<u>4,554</u>
		£45,105	£12,054
		=====	=====

The directors have relied on the exemptions for individual accounts available under the Companies Act 1981 and have done so on the basis that the Company is entitled to the benefit of those exemptions as a small company.

*A. B. Pemberton*

*P. N. R. Stewart-Richardson*

X A. B. Pemberton )

X P. N. R. Stewart-Richardson )

) DIRECTORS

Approved by the Board of Directors  
on 17th January, 1984

DIVERSIFIED CORPORATE SERVICES LIMITEDMODIFIED BALANCE SHEETAS AT 30TH SEPTEMBER, 1983

	<u>Notes</u>	<u>1983</u>		<u>1982</u>	
		£	£	£	£
<u>FIXED ASSETS</u>					
Tangible assets		8,575		8,939	
Investment in subsidiary		<u>-</u>		<u>-</u>	
			8,575		8,939
<u>CURRENT ASSETS</u>					
Stocks	1	1,169		1,890	
Debtors		85,370		8,782	
Investments		1,276		1,432	
Cash at bank and in hand		<u>44,841</u>		<u>48,141</u>	
		132,656		60,245	
<u>CREDITORS: amounts falling</u>					
<u>due within one year</u>		<u>96,126</u>		<u>57,130</u>	
<u>NET CURRENT ASSETS</u>			<u>36,530</u>		<u>3,115</u>
<u>TOTAL ASSETS LESS CURRENT LIABILITIES</u>			<u>£45,105</u>		<u>£12,054</u>
<u>CAPITAL AND RESERVES</u>					
Called up share capital	2		6,500		6,500
Share premium account			1,000		1,000
Profit and loss account			<u>37,605</u>		<u>4,554</u>
			<u>£45,105</u>		<u>£12,054</u>

The directors have relied on the exemption for individual accounts available under the Companies Act 1981 and have done so on the basis that the Company is entitled to the benefit of those exemptions as a small company.

*A.B. Pemberton*

A.B. Pemberton

*P.N.R. Stewart-Richardson*

P.N.R. Stewart-Richardson

) DIRECTORS

Approved by the Board of Directors  
on 17th January, 1984

DIVERSIFIED CORPORATE SERVICES LIMITED

4.

NOTES TO THE MODIFIED ACCOUNTS

30TH SEPTEMBER 1983

1. ACCOUNTING POLICIES

Basis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment	20%-33 1/3%
Motor Vehicles	25%

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

2. SHARE CAPITAL

	<u>1983</u>	<u>1982</u>
Authorised:		
10,000 Ordinary Shares of £1 each	£10,000 =====	£10,000 =====
Issued and Fully Paid:		
6,500 Ordinary Shares of £1 each	£6,500 =====	£6,500 =====

3. SUBSIDIARY COMPANY

The company owns 99% of the issued share capital of Communication Security Limited, a company incorporated in Great Britain.

REGISTRAR

990443

56

DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER, 1984

JOHN M. WINTER & SONS  
Chartered Accountants  
Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.



DIVERSIFIED CORPORATE SERVICES LIMITEDREPORT OF THE DIRECTORSFOR THE YEAR ENDED 30TH SEPTEMBER, 1984DIRECTOR

Colonel A.B. Pemberton, M.B.E.  
Brigadier P.N.R. Stewart-Richardson

RESULTS AND DIVIDEND

The results for the year are set out on page 3 of the attached accounts.

The directors do not recommend the payment of a dividend.

REVIEW OF THE BUSINESS

The company's principal activities during the year were Security Consultants and the sale of related equipment.

Group turnover decreased during the year to £164,556, but the directors do not believe that the trend will continue. The Company is in a good position to take advantage of any opportunities which may arise in the future.

DIRECTORS INTERESTS IN SHARES

	<u>1984</u>	<u>1983</u>
Colonel A.B. Pemberton	5,500	5,500

AUDITORS

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

C.J. Buckley

SECRETARY

15th January, 1985



REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 11 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1984 and of the loss and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1981.

Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.

JOHN M. WINTER & SONS

15th January, 1985

Chartered Accountants

3.

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH SEPTEMBER 1984

	<u>Notes</u>	£	<u>1984</u> £	£	<u>1983</u> £
<u>TURNOVER</u>	2		164,556		279,321
Cost of sales			<u>71,517</u>		<u>150,647</u>
Gross Profit			93,039		128,674
Administrative expenses			<u>112,693</u>		<u>93,790</u>
			(19,654)		34,884
Other operating income	3		<u>-</u>		<u>3,942</u>
<u>OPERATING (LOSS)/PROFIT</u>	4		(19,654)		38,826
Income from Investments (listed)		2,464		-	
Interest receivable	5	9,340		4,717	
Interest payable	6	<u>(350)</u>		<u>(237)</u>	
			<u>11,454</u>		<u>4,480</u>
<u>(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</u>			(8,200)		43,306
Tax on profit on ordinary activities	7		<u>406</u>		<u>(10,255)</u>
<u>(LOSS)/PROFIT FOR THE FINANCIAL YEAR</u>			(8,606)		33,051
Retained profit brought forward			<u>37,605</u>		<u>4,554</u>
<u>RETAINED PROFIT CARRIED FORWARD</u>			£28,999 =====		£37,605 =====

DIVERSIFIED CORPORATE SERVICES LIMITEDCONSOLIDATED BALANCE SHEETAS AT 30TH SEPTEMBER, 1984

	<u>Notes</u>	<u>1984</u>	<u>1983</u>
		£	£
<u>FIXED ASSETS</u>			
Tangible assets	8	11,840	8,575
<u>CURRENT ASSETS</u>			
Stocks	1	4,749	1,169
Debtors	10	20,849	85,370
Investments	11	32,571	1,276
Cash at bank and in hand		<u>30,426</u>	<u>44,841</u>
		88,595	132,656
<u>CREDITORS: amounts falling</u>			
due within one year	12	<u>63,936</u>	<u>96,126</u>
<u>NET CURRENT ASSETS</u>		<u>24,659</u>	<u>36,530</u>
<u>TOTAL ASSETS LESS CURRENT LIABILITIES</u>		<u>£36,499</u>	<u>£45,105</u>
		=====	=====
<u>CAPITAL AND RESERVES</u>			
Called up share capital	13	6,500	6,500
Share premium account		1,000	1,000
Profit and loss account		<u>28,999</u>	<u>37,605</u>
		£36,499	£45,105
		=====	=====

*A.B. Pemberton*

A.B. Pemberton

*P.N.R. Stewart-Richardson*

P.N.R. Stewart-Richardson

) DIRECTORS

Approved by the Board of Directors  
on 15th January, 1985

DIVERSIFIED CORPORATE SERVICES LIMITEDBALANCE SHEETAS AT 30TH SEPTEMBER, 1984

	<u>Notes</u>	<u>1984</u>		<u>1983</u>	
		£	£	£	£
<u>FIXED ASSETS</u>					
Tangible assets	8	11,840		8,575	
Investment in subsidiary	9	<u>-</u>		<u>-</u>	
			11,840		8,575
<u>CURRENT ASSETS</u>					
Stocks	1	4,749		1,169	
Debtors	10	20,849		85,370	
Investments	11	32,571		1,276	
Cash at bank and in hand		<u>30,426</u>		<u>44,841</u>	
		88,595		132,656	
<u>CREDITORS: amounts falling</u>					
<u>due within one year</u>	12	<u>63,936</u>		<u>96,126</u>	
<u>NET CURRENT ASSETS</u>			<u>24,659</u>		<u>36,530</u>
<u>TOTAL ASSETS LESS CURRENT LIABILITIES</u>			<u>£36,499</u>		<u>£45,105</u>
			=====		=====
<u>CAPITAL AND RESERVES</u>					
Called up share capital	13	6,500		6,500	
Share premium account		1,000		1,000	
Profit and loss account		<u>28,999</u>		<u>37,605</u>	
		£36,499		£45,105	
		=====		=====	

*A.B. Pemberton*

A.B. Pemberton

*P.N.R. Stewart-Richardson*

P.N.R. Stewart-Richardson

) DIRECTORS

Approved by the Board of Directors  
on 15th January, 1985

DIVERSIFIED CORPORATE SERVICES LIMITEDNOTES TO THE ACCOUNTS30TH SEPTEMBER 19841. ACCOUNTING POLICIESBasis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment	20%-33 1/3%
Motor Vehicles	25%

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

2. TURNOVER

Turnover represents the invoiced amount of goods sold and services provided during the year.

The turnover and pre-tax profit is attributable to one activity, security consultancy and the sale of related equipment.

An analysis of turnover by geographical market is given below:

	<u>1984</u>	<u>1983</u>
	£	£
United Kingdom	79,877	106,216
Overseas	<u>84,679</u>	<u>173,105</u>
	£164,556	£279,321
	=====	=====

3. OTHER OPERATING INCOME

Profit on sale of fixed assets	-	3,946
Loss on sale of investments	<u>-</u>	<u>(4)</u>
	£ -	£3,942
	===	=====

7.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER 1984

4. OPERATING PROFIT

(Continued)

	<u>1984</u> £	<u>1983</u> £
a) This is stated after charging:		
Directors' emoluments (see below) c)	26,180	22,765
Auditors' remuneration	2,500	2,500
Depreciation	6,454	4,370
Staff costs (see below) b)	45,740	45,233
	=====	=====
b) Staff costs		
Wages and salaries	36,403	37,884
Social security costs	4,197	4,209
Other pension costs	<u>5,140</u>	<u>3,140</u>
	£45,740	£45,233
	=====	=====

The average weekly number of employees was five (1983 five)

c) Directors emoluments included in staff costs.

Remuneration	21,040	19,625
Pension contributions	<u>5,140</u>	<u>3,140</u>
	£26,180	£22,765
	=====	=====
Remuneration of the chairman	£8,290	£7,625
	=====	=====
Remuneration of the highest paid director	£12,750	£12,000
	=====	=====

5. INTEREST RECEIVABLE

Bank Interest	3,523	4,717
Other interest	<u>5,817</u>	<u>-</u>
	£9,340	£4,717
	=====	=====

6. INTEREST PAYABLE

This relates to bank overdraft interest.

DIVERSIFIED CORPORATE SERVICES LIMITED

8.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1984

(Continued)

7. TAX ON PROFIT ON ORDINARY ACTIVITIES

	<u>1984</u>	<u>1983</u>
	£	£
Based on the profit for the year:		
Corporation tax at 30%	1,600	(8,300)
Tax attributable to franked investment income	4	-
Prior year adjustments	<u>(1,198)</u>	<u>(1,955)</u>
	£406	£(10,255)
	=====	=====

The charge for corporation tax on the results for the year have been reduced by relief for trading losses incurred in earlier years.

8. TANGIBLE FIXED ASSETS

<u>The Group and The Company</u>	<u>Furniture Fixtures &amp; Equipment</u>	<u>Motor Vehicles</u>	<u>TOTAL</u>
	£	£	£
<u>Cost</u>			
At 1st October, 1983	29,374	6,250	35,624
Additions	<u>9,719</u>	<u>-</u>	<u>9,719</u>
30th September, 1984	39,093	6,250	45,343
	-----	-----	-----
<u>Depreciation</u>			
At 1st October, 1983	25,487	1,562	27,049
Charge for the year	<u>4,892</u>	<u>1,562</u>	<u>6,454</u>
At 30th September, 1984	30,379	3,124	33,503
	-----	-----	-----
<u>Net Book Values</u>			
30th September, 1984	£8,714	£3,126	£11,840
	=====	=====	=====
30th September, 1983	£3,887	£4,688	£8,575
	=====	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITEDNOTES TO THE ACCOUNTS30TH SEPTEMBER, 1984

(Continued)

9. INVESTMENT IN SUBSIDIARY

The company owns 99% of the issued share capital of Communication Security Limited, which did not trade during the year.

	<u>1984</u>	<u>1983</u>
	£	£
Shares at cost	327	327
<u>Less: Provision</u>	<u>(327)</u>	<u>(327)</u>
	£ -	£ -
	===	===

10. DEBTORS

	<u>1984</u>	<u>1983</u>
	£	£
<u>The Group and the Company</u>		
Trade debtors	16,035	83,208
Amount owed by subsidiary	14,437	14,437
<u>Less: Provision</u>	<u>(14,437)</u>	<u>(14,437)</u>
	-	-
Other Debtors	1,318	1,840
Prepayments and accrued income	<u>3,496</u>	<u>322</u>
	£20,849	£85,370
	=====	=====

11. CURRENT ASSET INVESTMENTSThe Group and the Company

Listed on the Stock Exchange		
(Market Value £31,506 - 1983 £688)	£32,571	£1,276
	=====	=====



DIVERSIFIED CORPORATE SERVICES LIMITED

10.

NOTES TO THE ACCOUNTS

AS AT 30TH SEPTEMBER, 1984

(Continued)

12. CREDITORS: Amounts falling due within one year

<u>The Group and the Company</u>	<u>1984</u> £	<u>1983</u> £
Bank overdraft	4,907	-
Trade creditors	39,528	69,818
Corporation Tax - payable 1st July, 1985	1,600	8,300
Other taxes and social security	5,634	8,029
Accruals	<u>12,777</u>	<u>9,979</u>
	£63,936	£96,126
	=====	=====

13. SHARE CAPITAL

	<u>1984</u>	<u>1983</u>
Authorised:		
Ordinary Shares of £1 each	£10,000	£10,000
	=====	=====
Issued and Fully Paid:		
Ordinary Shares of £1 each	£6,500	£6,500
	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED  
STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 30TH SEPTEMBER 1984

	<u>1984</u>		<u>1983</u>
	£	£	£
<u>SOURCE OF FUNDS</u>			
(Loss)/Profit before Tax	(8,200)		43,306
Adjustment for item not involving the movement of funds:			
Taxation on franked investment income	(4)		-
Profit on sale of Fixed Assets	-		(3,946)
Depreciation	<u>6,454</u>		<u>4,370</u>
	<u>6,450</u>		<u>424</u>
<u>TOTAL (LOSS)/GENERATED FROM OPERATIONS</u>	(1,750)		43,730
<u>FUNDS FROM OTHER SOURCES</u>			
Sale of Fixed Assets	-		8,273
Disposal of Investments	<u>-</u>		<u>396</u>
	<u>-</u>		<u>8,669</u>
	(1,750)		52,399
<u>APPLICATION OF FUNDS</u>			
Tax Paid	7,102		1,656
Purchase of Investments	31,295		240
Purchase of Fixed Assets	<u>9,719</u>		<u>8,333</u>
	<u>48,116</u>		<u>10,229</u>
<u>(DECREASE)/INCREASE IN WORKING CAPITAL</u>	£(49,866)		£42,170
	=====		=====
<u>MOVEMENT IN WORKING CAPITAL</u>			
Stocks	3,580		(721)
Debtors	(14,521)		76,887
Creditors	<u>30,397</u>		<u>(30,696)</u>
	(30,544)		45,470
Movement in Net Liquid Funds:			
(Decrease)/Increase in Cash	<u>(19,322)</u>		<u>(3,300)</u>
	£(49,866)		£42,170
	=====		=====

A

THE COMPANIES ACTS 1948 TO 1981

Annual return of a company  
having a share capital

Pursuant to sections 124 and 126  
of the Companies Act 1948

Form No. 6a

6a

Please do not  
write in this  
binding margin

To the Registrar of Companies

For official use

Company number

157

990443

Annual return of

Please complete  
legibly, preferably  
in black type, or  
bold block lettering.

DIVERSIFIED CORPORATE SERVICES

Limited\*

\* delete if  
inappropriate

made up to the 30th April, 1985 (hereinafter called 'the date of this return')  
being the fourteenth day after the date of the annual general meeting for the year 19.85....

Address of registered office of the company

Buchanan House, 24-30 Holborn, London, EC1N 2JB

† Scottish  
companies  
see also note 2

Total amount of indebtedness of the company in respect of all mortgages and charges  
which are required to be registered with the Registrar of Companies (note 1). †

NIL

If the register of members or any register of debenture  
holders is kept at a place other than the registered  
office, insert the address of the place where it is kept,  
or, if such a register is kept otherwise than in a legible  
form and the place for inspection of the register is  
elsewhere than at the registered office, insert the  
address where inspection may be made. (see note 3)

Register of members

Register of Diversified Corporate  
Services Ltd.

Register of debenture holders

1 Prince of Wales Passage  
117 Hampstead Road, London, NW1

Particulars of the person who is the secretary at the date of this return

Name (notes 4, 5 and 6) CAROLINE JANE BUCKLEY

Previous name(s) (note 4)

Address (notes 5, 6 and 7) 4 Meadway, Hillside Avenue, Woodford Green, Essex,  
1G8 7RF

† enter number  
of continuation  
sheets attached

We certify this return which comprises pages 1, 2 and 3 (plus 1 continuation sheets) \*

Signed al Pemberton Director, and P. H. Pemberton Secretary

Presentor's name, address and  
reference (if any):

John M. Winter & Sons  
Buchanan House,  
24-30 Holborn,  
London, EC1N 2JB

BS/D519/5

For official use  
General section

Post room



Box  
#20  
004920

Nominal share capital  
divided into:-

Please  
write in  
binding

**Please complete this form legibly, print in black type, and use bold block letters.**

**Important**  
The parties  
to be given  
those refer  
to in sect  
200 of the  
Companies  
1948 as a  
by section  
of the Co  
Act 1981

\*enter part  
of other d  
ships held  
previously  
(see note 1  
this space  
insufficient  
a continua  
sheet.

- 1 Number of shares of each class taken up to the date of this return (which must agree with the total shown in the list as held by existing members)
- 2 Number of shares of each class issued subject to payment wholly in cash
- 3 Number of shares of each class issued as fully paid up for a consideration other than cash
- 4 Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up
- 5 Number of shares (if any) of each class issued at a discount
- 6 Amount of discount on the issue of shares which has not been written off at the date of this return
- 7 Amount called up on number of shares of each class
- 8 Total amount of calls received (note 8)
- 9 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash
- 10 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash
- 11 Total amount of calls unpaid
- 12 Total amount of sums (if any) paid by way of commission in respect of any shares or debentures
- 13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return
- 14 Total number of shares of each class forfeited
- 15 Total amount paid (if any) on shares forfeited
- 16 Total amount of shares for which share warrants to bearer are outstanding
- 17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return
- 18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind

£ 10,000		
Number of shares	Class	Nominal value of each share
10,000	Ordinary	£ 1
		£
		£
		£

**Please complete legibly, preferably in black type, or bold block lettering**

	Number	Class
	6,500	Ordinary
	5,500	Ordinary
	1,000	Ordinary
Amount		
£ *		
£ 1 *	5,500	Ordinary
£ 5,500		
£ 1,000	1,000	Ordinary
£		
£		
£		
£		
£		
£		
£		
£		

\* per share

## LIST OF PAST

Folio in register ledger containing particulars	Names and addresses
	SEE CONTINUATION SHEET

Please do not write in this binding margin

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Please complete legibly, preferably in black type, or bold block lettering

Please complete legibly, preferably in black type, or bold block lettering

Important  
The particulars to be given are those referred to in section 200 of the Companies Act 1948 as amended by section 35 of the Companies Act 1981.

Particulars of the director(s) of the company at the date of the return (note 9)

Name (note 4)	COLONEL ALAN BROOKE PEMBERTON, MBE	Business occupation	Sales Executive Director
Previous name(s) (note 4)		Nationality	British
Address (note 7)	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland, Colchester, Essex	Date of birth (note 11)	
Other directorships *	LEH Travel Ltd., Communication Security Ltd. Norse Fire & Security Services Ltd.		

Name (note 4)	BRIGADIER PETER NEIL STEWART-RICHARDSON	Business occupation	Businessman
Previous name(s) (note 4)		Nationality	British
Address (note 7)	19 Redan Street, London, W14 0AB	Date of birth (note 11)	
Other directorships *	Norse Fire & Security Services Ltd.		

Name (note 4)		Business occupation	
Previous name(s) (note 4)		Nationality	
Address (note 7)		Date of birth (note 11)	
Other directorships *			

AND PRESENT MEMBERS (notes 12, 13 and 14)

Account of shares				
Number of shares or amount of stock held by existing members at date of return. (notes 15 and 16)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (note 17)			Remarks
	Number (note 16)	Date of registration of transfer (a) (b)		
	SEE CONTINUATION SHEET			

\* per share

\* enter particulars of other directorships held or previously held (see note 10). If this space is insufficient use a continuation sheet.

Annual return of a company  
having a share capital (continuation)

Continuation sheet No. 1  
of 1

This sheet should be attached to and forms part of the annual return for  
DIVERSIFIED CORPORATE SERVICES LIMITED made up  
to the 30th April 1985

Company number

990443

Particulars of the directors of the company at the date of this return (note 9)

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	Date of birth (where applicable) (note 11)
Other directorships *	

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binding margin.

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

Please complete  
legibly, preferably  
in black type, or  
bold block lettering.

\* per share

\*enter particulars  
of other director-  
ships held or  
previously held  
(see note 10). If  
this space is  
insufficient  
continue on  
back page.

### List of Past and Present

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write in this  
binding margin.



**Please complete  
legibly,  
preferably in  
black type, or  
bold block  
lettering**

Members (notes 12, 13 and 14)



→

**Please complete legibly, preferably in black type, or bold block lettering**

Page 3



**A**

COMPANIES FORM No. 363

**Annual return  
of a company**

**363**

Pursuant to sections 363 and 364 of the Companies Act 1985

**Note** The appropriate fee should accompany this form

Please do not  
write in  
this margin

To the Registrar of Companies

For official use

Company number

611

990443

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

Annual return of (note 1)

\* DIVERSIFIED CORPORATE SERVICES LIMITED

\* insert full name  
of company

The information in this return is as at

29th July

19 86

†.(The date of this return note 1)

† if the company has a  
share capital, this  
date must be the  
14th day after the  
annual general  
meeting

Address of registered office of the company

6th Floor, Buchanan House, 24-30 Holborn, London,

Postcode

EC1N 2JB

Total amount of indebtedness of the company  
in respect of mortgages and charges

(note 2).

£ NIL

If different from the  
registered office, state  
address where the register  
of members or any register  
of debenture holders or  
any duplicate or part of any  
register of debentures is  
kept or may be inspected.

Register of members

Register of debenture holders

Particulars of the secretary

Name (notes 3 and 4) MRS. PAMELA KIRKLAND PEMBERTON

Previous name(s) (note 3)

Address (notes 4 and 5) 19A Alexander Court, Maida Vale, London

Postcode

W9 1SO

‡ only pages 1 and 2  
need be completed  
in the case of a  
company without  
share capital

We certify this return which comprises pages 1, 2, [3, 4, 5 and 6]‡ [plus\$ - continuation sheets]

§ enter number of  
continuation sheets  
attached

Signed

Director, and

Secretary

Presentor's name address and  
reference (if any):

JOHN M. WINTER & SONS  
CHARTERED ACCOUNTANTS  
BUCHANAN HOUSE, 24-30 HOLBORN.  
LONDON, EC1N 2JB

D519/5

For official Use  
General Section

Post room



L20  
Hill Samuel Olo  
421535

Particulars of the director(s) of the company (notes 6 and 7)

Name (note 3) COLONEL ALAN BROOKE PEMBERTON, M.B.E.		Business Occupation Sales Executive Director
Previous name(s) (note 3)		Nationality
Address (note 5) 19A Alexandra Court, Maida Vale, London,		British
Postcode W9 1SQ		Date of birth (note 9)
Other relevant past or present directorships* (note 8)		
LEH Travel Limited - Communication Security Limited		
Norse Fire & Security Services Limited		

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Please complete legibly, preferably in black type, or bold blocklettering

\* delete if inappropriate. Enter particulars of other directorships held or previously held. If this space is insufficient use a continuation sheet

Name (note 3)		Business Occupation
Previous name(s) (note 3)		Nationality
Address (note 5)		Date of birth (note 9)
Postcode		
Other relevant past or present directorships* (note 8)		

Name (note 3)		Business Occupation
Previous name(s) (note 3)		Nationality
Address (note 5)		Date of birth (note 9)
Postcode		
Other relevant past or present directorships* (note 8)		

Name (note 3)		Business Occupation
Previous name(s) (note 3)		Nationality
Address (note 5)		Date of birth (note 9)
Postcode		
Other relevant past or present directorships* (note 8)		

Folio in register ledger containing Particulars

## Notes

1. An annual general meeting of the company must be held in the year in which the anniversary of the company's incorporation falls.

2. This section of the register is divided into sections for directors and persons connected with the company who are not directors.

3. For an individual, the name is the name by which he is known in his private life.

"Christian name" means the name by which a person is known in his private life.

A previous name is a name by which a person has been known in his private life.

(a) in the case of a director, the name by which he is known in his private life.

(b) it was not known to the public at the time of the company's incorporation.

(c) in the case of a director, the name by which he is known in his private life.



**Please complete  
legibly, preferably  
black type, or  
bold block lettering**

### Summary of share capital and debentures continued

6 Amount of discount on the issue of shares which has not been written off at the date of this return

7 Amount per share called up on number of shares of each class

**8 Total amount of calls received (note 10)**

**9 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash**

**10 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash**

**11 Total amount of calls unpaid**

**12 Total amount of sums (if any) paid by way of commission in respect of any shares or debentures**

**13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return**

**14 Total number of shares of each class forfeited**

**15 Total amount paid (if any) on shares forfeited**

**16 Total amount of shares for which share warrants to bearer are outstanding**

17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return	ISSUED SURRENDERED
---	-----------------------

**18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind**

Continued	Amount	Number	Class
£			
£ 1	5,500	Ordinary	1
£			2
£			3
£ 5,500			
£ 1,000	1,000	Ordinary	1
£			2
£			3
£			1
£			2
£			3
£			
£			
£			
			1
			2
			3
£			
£			
£			
£			

**AND PRESENT MEMBERS** (notes 11 and 12)

Account of Shares					
Number of shares or amount of stock held by existing members at date of return (note 11)	Particulars of shares transferred since the date of the last return,or,in the case of the first return,of the incorporation of the company,by (a) persons who are still members,and (b) persons who have ceased to be members (note 12)			Remarks	
	Number	Date of Registration of transfer (a)                      (b,			
					1
5,500					2
					3
					4
300					5
					6
					7
500					8
6,500					9
=====					10
					11
					12
					13
					14
					15

REGISTRAR

990443

62

40

DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER, 1985

JOHN M. WINTER & SONS  
Chartered Accountants  
Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.



JOHN M. WINTER & SONS

DIVERSIFIED CORPORATE SERVICES LIMITEDREPORT OF THE DIRECTORFOR THE YEAR ENDED 30TH SEPTEMBER, 1985DIRECTOR

Colonel A.B. Pemberton, M.B.E.  
Brigadier P.N.R. Stewart-Richardson - Resigned 2nd April, 1985

RESULTS AND DIVIDEND

The results for the year are set out on page 3 of the attached accounts.

The director recommends the payment of a dividend of £4,000.

REVIEW OF THE BUSINESS

The company's principal activities during the year were security consultants and the sale of related equipment until the company ceased to trade on 14th June, 1985.

DIRECTOR'S INTEREST IN SHARES30th September  
19851st October  
1984

Colonel A.B. Pemberton

5,500

5,500

AUDITORS

A resolution to reappoint John M. Winter & Sons as auditors will be put to the members at the Annual General Meeting.

BY ORDER OF THE BOARD

P.K. Pemberton

SECRETARY15th July, 1986

REPORT OF THE AUDITORS TO THE MEMBERS OF:

DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 11 in accordance with approved Auditing Standards.

In our opinion the financial statements, which have been prepared under the historical cost convention, give a true and fair view of the state of affairs of the company and the group as at 30th September, 1985 and of the profit and source and application of funds of the group for the year then ended and comply with the Companies Act 1985.

Buchanan House,  
24-30 Holborn,  
London EC1N 2JB.

JOHN M. WINTER & SONS

15th July, 1986

Chartered Accountants

JOHN M. WINTER & SONS

3.

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30TH SEPTEMBER 1985

	Notes	£	1985 £	£	1984 £
<u>TURNOVER</u>	2		164,813		164,556
Cost of sales			<u>67,699</u>		<u>71,517</u>
<u>GROSS PROFIT</u>			97,114		93,039
Administrative expenses			<u>70,953</u>		<u>112,693</u>
			26,161		(19,654)
Other operating income	3		<u>(772)</u>		<u>-</u>
<u>OPERATING PROFIT/(LOSS)</u>	5		25,389		(19,654)
Income from listed investments		1,859		2,464	
Interest receivable	6	7,725		9,340	
Interest payable	7	<u>(367)</u>		<u>(350)</u>	
			<u>9,217</u>		<u>11,454</u>
<u>PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION</u>			34,606		(8,200)
Tax on results of ordinary activities	8		<u>13,011</u>		<u>406</u>
<u>PROFIT/(LOSS) FOR THE FINANCIAL YEAR</u>	9		21,595		(8,606)
Dividend proposed			<u>4,000</u>		<u>-</u>
			17,595		(8,606)
Retained profit brought forward			<u>28,999</u>		<u>37,605</u>
<u>RETAINED PROFIT CARRIED FORWARD</u>			£46,594 =====		£28,999 =====



4.

DIVERSIFIED CORPORATE SERVICES LIMITED

CONSOLIDATED BALANCE SHEET

AS AT 30TH SEPTEMBER, 1985

	<u>Notes</u>	<u>1985</u>	<u>1984</u>
		£	£
<u>FIXED ASSETS</u>			
Tangible assets	10	-	11,840
<u>CURRENT ASSETS</u>			
Stocks	1	-	4,749
Debtors	12	2,374	20,849
Investments	13	-	32,571
Cash at bank and in hand		83,263	30,426
		85,637	88,595
<u>CREDITORS: amounts falling due within one year</u>	14	31,543	63,936
<u>NET CURRENT ASSETS</u>		54,094	24,659
		£54,094	£36,499
		=====	=====
<u>CAPITAL AND RESERVES</u>			
Called up share capital	15	6,500	6,500
Share premium account		1,000	1,000
Profit and loss account		46,594	28,999
		£54,094	£36,499
		=====	=====

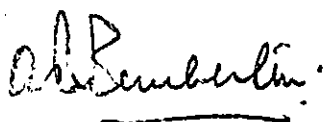
*A.B. Pemberton*

A.B. Pemberton - DIRECTOR

Approved by the Director  
on 15th July, 1986

DIVERSIFIED CORPORATE SERVICES LIMITEDBALANCE SHEETAS AT 30TH SEPTEMBER, 1985

	<u>Notes</u>	<u>1985</u>		<u>1984</u>	
		£	£	£	£
<u>FIXED ASSETS</u>					
Tangible assets	10	-		11,840	
Investments	11	-		-	11,840
			-		
<u>CURRENT ASSETS</u>					
Stocks	1	-		4,749	
Debtors	12	2,374		20,849	
Investments	13	-		32,571	
Cash at bank and in hand		83,263		30,426	
		85,637		88,595	
<u>CREDITORS: amounts falling due within one year</u>	14	31,543		63,936	
<u>NET CURRENT ASSETS</u>			54,094		24,659
			£54,094		£36,499
			=====		=====
<u>CAPITAL AND RESERVES</u>					
Called up share capital	15	6,500		6,500	
Share premium account		1,000		1,000	
Profit and loss account		46,594		28,999	
		£54,094		£36,499	
			=====		=====



A.B. Pemberton

- DIRECTOR

Approved by the Director  
on 10th July, 1986

6.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

30TH SEPTEMBER 1985

1. ACCOUNTING POLICIES

Basis of Accounting

These accounts have been prepared under the historical cost convention.

Basis of Consolidation

The consolidated accounts incorporate the accounts of the company and its subsidiary. The accounts of both companies are made up to 30th September annually.

A separate profit and loss account dealing with the results of the holding company has not been presented.

Goodwill arising on the acquisition of subsidiaries is written off directly against reserves in the year of acquisition.

Depreciation

Depreciation is provided so as to write off the cost of tangible fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, fixtures and equipment	20%-33 1/3%
Motor vehicles	25%

Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

Foreign Currencies

Assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

2. TURNOVER

Turnover represents the invoiced amount of goods sold and services provided during the year.

The turnover and pre-tax results are attributable to one activity, security consultancy and the sale of related equipment.

An analysis of turnover by geographical market is given below:

	<u>1985</u>	<u>1984</u>
	£	£
United Kingdom	164,813	79,877
Overseas	-	84,579
	<u>£164,813</u>	<u>£164,556</u>
	=====	=====

7.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

30TH SEPTEMBER 1985

3.	<u>OTHER OPERATING INCOME</u>	<u>1985</u>	<u>1984</u>
		£	£
	Loss on sale of investments	£ (772)	£ -
		===	===
4.	<u>STAFF COSTS</u>		
	Wages and salaries	30,694	36,411
	Social security costs	3,087	4,197
	Other pension costs	<u>6,140</u>	<u>5,140</u>
		£39,921	£45,748
		=====	=====
	The average weekly number of employees during the year was as follows:-		
	Management	2	2
	Clerical	<u>1</u>	<u>3</u>
		3	5
		=	=
5.	<u>OPERATING PROFIT/(LOSS)</u>		
	a) This is stated after charging or crediting:		
	Directors' emoluments (see below)	25,150	26,180
	Income from listed investments	1,848	2,464
	Depreciation	-	6,454
	Auditors' remuneration	<u>3,300</u>	<u>2,500</u>
		=====	=====
	b) Directors' emoluments:		
	Remuneration	19,010	21,040
	Pension contributions	<u>6,140</u>	<u>5,140</u>
		£25,150	£26,180
		=====	=====
	Remuneration of the highest paid director	£11,166	£12,750
		=====	=====
	The number of Directors whose remuneration fell within the following ranges:		
	£ 5,001 - £10,000	1	1
	£10,001 - £15,000	1	1
6.	<u>INTEREST RECEIVABLE</u>		
	Bank interest	6,750	3,523
	Other interest	<u>975</u>	<u>5,817</u>
		£7,725	£9,340
		=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITEDNOTES TO THE ACCOUNTS30TH SEPTEMBER, 1985

7.	<u>INTEREST PAYABLE</u>	<u>1985</u> £	<u>1984</u> £	
	Bank overdraft interest	£367 ===	£350 ===	
8.	<u>TAX ON RESULTS OF ORDINARY ACTIVITIES</u>			
	Based on the results for the year:			
	Corporation tax at 30%	13,000	1,600	
	Tax attributable to franked investment income	<u>11</u>	<u>4</u>	
		13,011	1,604	
	Prior year adjustment	<u>-</u>	<u>(1,198)</u>	
		£13,011 =====	£406 =====	
9.	<u>PROFIT/(LOSS) FOR THE FINANCIAL YEAR</u>			
	Dealt with in the accounts of the company	£21,595 =====	£(8,606) =====	
10.	<u>TANGIBLE FIXED ASSETS</u>			
		Furniture Fixtures & Equipment	Motor Vehicles	<u>TOTAL</u>
	<u>The Group and The Company</u>	£	£	£
	<u>Cost</u>			
	At 1st October, 1984	39,093	6,250	45,343
	Additions	<u>533</u>	<u>273</u>	<u>806</u>
		39,626	6,523	46,149
	Disposals	<u>39,626</u>	<u>6,523</u>	<u>46,149</u>
	30th September, 1985	- -----	- -----	- -----
	<u>Depreciation</u>			
	At 1st October, 1984	30,379	3,124	33,503
	Disposals	<u>30,379</u>	<u>3,124</u>	<u>33,503</u>
	At 30th September, 1985	- -----	- -----	- -----
	<u>Net Book Values</u>			
	At 30th September, 1985	£ - =====	£ - =====	£ - =====
	At 30th September, 1984	£8,714 =====	£3,126 =====	£11,840 =====

9.

DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS

30TH SEPTEMBER, 1985

11. FIXED ASSET INVESTMENT

The company owns 99% of the issued share capital of Communication Security Limited, which did not trade during the year.

	<u>1985</u>	<u>1984</u>
	£	£
Shares in group company at cost	327	327
<u>Less: Provision</u>	<u>(327)</u>	<u>(327)</u>
	£ -	£ -
	===	===

12. DEBTORS

The Group and the Company

Trade debtors	60	16,035
Other debtors	455	1,318
Prepayments and accrued income	225	3,496
A.C.T. recoverable	<u>1,634</u>	<u>-</u>
	£2,374	£20,849
	=====	=====

13. CURRENT ASSET INVESTMENTS

The Group and the Company

At cost:

Other investments:

Listed on The Stock Exchange

(Market value - 1984 £31,506)

£ -	£32,571
=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED

10.

NOTES TO THE ACCOUNTS

30TH SEPTEMBER, 1985

14. CREDITORS:

<u>Due within one year</u>	<u>1985</u>	<u>1984</u>
<u>The Group and the Company</u>	<u>£</u>	<u>£</u>
Bank overdraft	-	4,907
Trade creditors	-	39,528
Corporation tax	16,234	1,600
Other taxes and social security costs	-	5,634
Other creditors	1,232	-
Accruals	10,077	12,267
Proposed dividend	4,000	-
	<u>£31,543</u>	<u>£63,936</u>
	=====	=====

15. SHARE CAPITAL

Authorised:		
Ordinary shares of £1 each	£10,000	£10,000
	=====	=====
Allotted, issued and fully paid:		
Ordinary shares of £1 each	£6,500	£6,500
	=====	=====

DIVERSIFIED CORPORATE SERVICES LIMITED  
CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE YEAR ENDED 30TH SEPTEMBER 1985

	<u>1985</u>		<u>1984</u>
	£	£	£
<u>SOURCE OF FUNDS</u>			
Profit/(loss) before taxation	34,606		(8,200)
Adjustment for item not involving the movement of funds:			
Depreciation	-		6,454
Profit on sale of tangible fixed assets	(6,939)		-
	(6,939)		6,454
<u>TOTAL GENERATED FROM OPERATIONS</u>	27,667		(1,746)
<u>FUNDS FROM OTHER SOURCES</u>			
Sale of tangible fixed assets	19,585		-
	47,252		(1,746)
<u>APPLICATION OF FUNDS</u>			
Purchase of tangible fixed assets	806		9,719
Taxation paid	11		7,106
	817		16,825
<u>INCREASE IN WORKING CAPITAL</u>	£46,435		£(18,571)
	=====		=====
<u>MOVEMENT IN WORKING CAPITAL</u>			
Stocks	(4,749)		3,580
Debtors	(20,109)		(64,521)
Investments	(32,571)		31,205
Creditors	46,120		30,397
	(11,309)		751
Movement in Net Liquid Funds:			
Cash at bank and in hand	52,837		(14,415)
Overdraft	4,907		(4,907)
	57,744		(19,322)
	£46,435		£(18,571)
	=====		=====



No. of Company 990443

M25

REGISTERED

12 AUG 1974

Form No. 47  
(No registration  
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Particulars of a mortgage or charge

Pursuant to Sections 95 and 106A of the Companies Act 1948 (Note 1)

Name of Company Diversified Corporate Services Limited\*

Particulars of a mortgage or charge created by the above-named Company

Date and description of the instrument creating or evidencing the mortgage or charge (Note 2)	Amount secured by the mortgage or charge	Short particulars of all the property mortgaged or charged (For statement as to restriction on power to grant further securities see note 3)	Names addresses and descriptions of the mortgagees or persons entitled to the charge	Particulars as to commission, allowance or discount paid (Note 4)
9. 8. 1974 Mortgage and General Charge	All such sums of money as now are or as shall from time to time be owing by the Company to the Mortgagee	All Uncalled capital and all other the freehold and leasehold property of the Company All the undertaking and goodwill and all its property assets and rights whatsoever and wheresoever both present and future but so that the Company should not be at liberty without the consent of the Mortgagee to create any Mortgage or Charge in priority to this security <del>by way of fixed and floating charge</del> by way of fixed and floating charge	National and Grindlays Bank Limited, 13 St. James's Square, London S.W.1	

Margin reserved for binding

Please see notes overleaf

Signed adventum

Designation of position  
in relation to the  
Company

Director

\* Delete "Limited" if not applicable

Date 9<sup>th</sup> August 1974

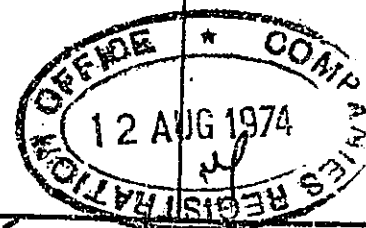
Presented by:

LATTEY & DAWE  
21 LIVERPOOL STREET  
LONDON EC2M 7RD

Presenter's reference  
and/or telephone number:

Q. 2835458

4586





**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

I hereby certify that a mortgage or charge dated the 9th August 1974  
and created by DIVERSIFIED CORPORATE SERVICES LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing  
due from the Company to National and Grindlays Bank Limited

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on  
the 12th August 1974

Given under my hand at London the 15th August 1974

No. 990443

*N Taylor*  
(N. TAYLOR)

Assistant Registrar of Companies

Certificate and instrument received by

*John Hume*

Date 16/8/74

No. of Company 990443

Form No. 47  
(No registration  
fee payable)

REGISTERED

12 AUG 1974

# THE COMPANIES ACTS 1948 TO 1967

## Particulars of a mortgage or charge

Pursuant to Sections 95 and 106A of the Companies Act 1948 (Note 1)

Name of Company DIVERSIFIED CORPORATE SERVICES Limited\*

Particulars of a mortgage or charge created by the above-named Company

Date and description of the instrument creating or evidencing the mortgage or charge (Note 2)	Amount secured by the mortgage or charge	Short particulars of all the property mortgaged or charged (For statement as to restriction on power to grant further securities see note 3)	Names addresses and descriptions of the mortgagees or persons entitled to the charge	Particulars as to commission, allowance or discount paid (Note 4)
9. 8. 1974 Legal Charge	All such sums of money as now are or as shall from time to time be owing by the Company to the Mortgagee	Freehold property known as 75 Bolingbroke Grove, London, S.W.11. registered at H. M. Land Registry under Title No. LN 23947 Together with all and singular the fixed and moveable plant machinery and fixtures implements and utensils now or hereafter fixed to or placed upon or used in or about the said property	National and Grindlays Bank Limited 13 St. James's Square, London, S.W.1	

Please see notes overleaf

Signed

Designation of position  
in relation to the  
Company

Director

\* Delete "Limited" if not applicable

Date

Presented by:

LATTEY & DAWE

21 LIVERPOOL STREET

LONDON EC2M 7RD

Presenter's reference  
and/or telephone number:

Q. 283 5458

Margin reserved for binding



M  
26

## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the 9th August 1974  
and created by DIVERSIFIED CORPORATE SERVICES LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing  
due from the Company to National and Grindlays Bank Limited

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on  
the 12th August 1974

Given under my hand at London the 15th August 1974

No. 990443

*M Taylor*  
(M. TAYLOR)

Assistant Registrar of Companies

Certificate and instrument received by

... *Sally Jane* .....

Date . 16/8/74 .

C.59a

Number of  
Company

990 443

M  
27

## THE COMPANIES ACTS 1948 to 1967

PARTICULARS of a Mortgage or Charge created by a Company registered in England.

Pursuant to section 95 of the Companies Act 1948:

REGISTERED

22 JUL 1975

Insert the  
Name of the  
Company

DIVERSIFIED CORPORATE SERVICES

LIMITED

NOTE.—The original instrument (if any) creating or evidencing the charge must be presented with these particulars within twenty-one days after the date of its creation. (See section 95 (1).) In certain cases a copy of the instrument creating or evidencing the charge verified or certified in the prescribed manner may be sent to the Registrar in place of the original instrument. (See section 95 (3) & (5) and clause 4 of the Companies (Forms) Order 1949.)

Section 96 (3) of the Companies Act 1948 provides that :—

If any company makes default in sending to the registrar for registration the particulars of any charge created by the company or of the issues of debentures of a series requiring registration as aforesaid, then, unless the registration has been effected on the application of some other person, the company and every officer of the company who is in default shall be liable to a default fine of fifty pounds.

Presented by—

Presentor's Reference WEB/JBS

HILL SAMUEL & CO. LIMITED,  
19 ST. JAMES'S SQUARE,  
LONDON, SW1Y 4JQ.

Form No. 47  
(No fee payable)

THE SOLICITORS' LAW STATIONERY SOCIETY, LIMITED

191-192 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1;  
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA;  
19 & 21 North John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 14-22 Renfrew  
Court, Glasgow, G.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS

Companies 66

F17602.30-5-68

GENERAL REGISTRAR  
[P.T.O.]  
13 OFFICE 15

990443

## PARTICULARS of a Mortgage

or Charge

(1) Date and description of the instrument creating or evidencing the Mortgage or Charge (a)	(2) Amount secured by the Mortgage or Charge	(3) Short particulars of the Property Mortgaged or Charged
LEGAL MORTGAGE dated 17th July, 1975	All moneys now due or hereafter to become due or from time to time accruing due from the Company to Hill Samuel & Co Limited on any account whatsoever and all other obligations and liabilities to the Bank matured and unmatured to which the Mortgagor shall for the time being be subject whether alone or jointly with any other person and in whatever name style or firm and whether as principal or surety.	All and singular the freehold and/or leasehold land hereditaments and premises situate at  75 Bolingbroke Grove, London S.W.11.  together with all fixed and moveable plant machinery and other fixtures implements and utensils whatsoever now or at any time hereafter affixed or attached to or placed upon or used in or about the said property or any part thereof.

Note.—This margin is reserved for binding and must not be written across

Note.—This margin is reserved for binding and must not be written across

Dated the 18th day of July, 1975.

(a) A description of the Instrument, e.g., "Trust Deed", "Mortgage", "Debenture", etc., as the case may be, should be given.

(b) The rate of Interest payable under the terms of the Debentures should not be entered.

a Mortgage

or Charge created by

Limited, a Company registered in England

Mortgaged or	(4) Names, Addresses and Descriptions of the Mortgagees or Persons entitled to the Charge	(5) Amount or rate per cent. of the Commission, Allowance or Discount (if any) paid or made either directly or indirectly by the Company to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any of the Debentures included in this Return (b)
<p>Note.—This margin is reserved for binding and must not be written across</p> <p>Note.—This margin is reserved for binding and must not be written across</p>	<p>HILL SAMUEL &amp; CO. LIMITED, 19 ST. JAMES'S SQUARE, LONDON, SW1Y 4JQ.</p>	

1975.

be, should be given.

per pro Hill Samuel & Co. Limited

Signature.....  
Designation of Position in relation to Company ) MORTGAGEES



**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

I hereby certify that a mortgage or charge dated the 17th July 1975  
and created by **DIVERSIFIED CORPORATE SERVICES LIMITED**

for securing all moneys now due, or hereafter to become due, or from time to time accruing  
due from the Company to **Hill Samuel & Co. Limited**

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on  
the 22nd July 1975

Given under my hand at London the 25th July 1975

No. 990443

*SA Penderguy*

Assistant Registrar of Companies

Certificate and instrument received by

.....

.....

Date 25/7/75



Form No. 49

(No Revenue Stamp Duty chargeable)

Number of } 990443 ~~DDN~~ 28 2  
Company }

# THE COMPANIES ACTS 1948 to 1967

Declaration verifying Memorandum of Satisfaction of a Registered Mortgage Charge  
(Pursuant to Section 100 of the Companies Act 1948)

Insert here  
Name of the Company  
DIVERSIFIED CORPORATE SERVICES Limited

WE ALAN BROOKE PEMBERTON  
of 202 OLD BROMPTON ROAD, LONDON SW5  
a Director of DIVERSIFIED CORPORATE SERVICES Limited  
and MARGARET PATRICIA CRAIG  
of 11 CAMBRIDGE PLACE, LONDON W8  
the Secretary thereof, do solemnly and sincerely declare that the  
particulars contained in the Memorandum of Satisfaction endorsed  
hereon are true to the best of our knowledge, information and belief.

And we make this solemn Declaration conscientiously believing the  
same to be true and by virtue of the provisions of the Statutory  
Declarations Act 1835.

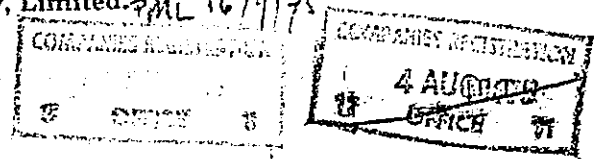
Declared at Orchard House  
14 Great Smith Street in the  
City of Westminster  
the 1st day of August  
One thousand nine hundred and Seventy  
five  
Before me,

*Alan Pemberton*  
*M. P. Craig*

*S. G. Murphy*  
A Commissioner for Oaths (a)  
Solicitor Empowered to Administer Oaths.  
(a) Or Notary Public or Justice of the Peace.

Oyez Publishing Limited, Oyez House, 237 Long Lane, London SE1 4PU, a subsidiary of  
The Solicitors' Law Stationery Society, Limited.

Companies 6H



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16/9/75

## Memorandum of Complete Satisfaction of Mortgage or Charge

DIVERSIFIED CORPORATE SERVICES Limited

hereby gives notice that the registered charge being <sup>(<sup>6</sup>) both</sup>  
MORTGAGE/GENERAL CHARGE AND LEGAL MORTGAGE dated 9<sup>th</sup> August 1975

of which particulars were registered with the Registrar of Companies  
on the (<sup>6</sup>) <sup>12<sup>th</sup></sup> day of AUGUST 1974 was wholly  
satisfied on the 4<sup>th</sup> day of JUNE 1975 the debt  
for which the charge was given having been paid or satisfied.

In witness whereof the common seal of the Company was hereunto  
affixed the 15<sup>th</sup> day of JULY 1975



*A. R. Richardson*

*R. Ashley Richards*

*M. P. Cray*

Directors

Secretary

- (b) A description of the instrument(s) creating or evidencing the charge, e.g., "Mortgage," "Charge," "Debenture," etc., with the date thereof, should be given. If the registered charge was a "Series of Debentures" or "Debenture Stock," the words "authorised by resolution," together with the date of the resolution, should be added.
- (c) The date of registration may be confirmed from the Certificate of Registration and (except in the case of a series of debentures) from the Registration Stamp affixed to the instrument(s) registered.

Presented by

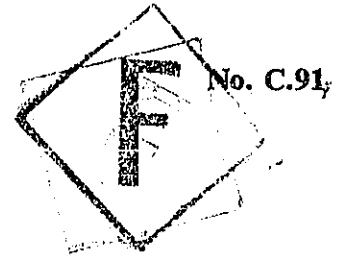
Presentor's Reference

Diversified Corporate Services Ltd.  
14 Great Smith St,  
London S.W.1

(No filing fee payable.)

NOTE.—This margin is reserved for binding and must not be written across

No. of Company 990443



N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars.

# REGISTER

OF

**Mortgages and Charges,**

AND OF

**Memoranda of Satisfaction**

OF

---

Diversified Corporate Services **Limited.**

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars.

# REGISTER of Mortgages and Charges,

Page 1

(1) Date of Registration	(2) Serial No. of Docu- ment on File	(3) Date of Creation of each Mortgage or Charge and Description thereof	(4) Date of the acquist- tion of the property	(5) Amount secured by the Mortgage or Charge	(6) Short particulars of the Property Mortgaged or Charged	(7) Names of the Mortgagees or Persons entitled to the Charge
1974 Aug 12	26	9/8/74 Legal Charge		£ All monies due or to be- come due from the Company to the chargee on any account whatsoever.	75 Belingbroke Grove London SW11 with all fixtures	National and Grindlays Bank Ltd.
"	27	do	do	do	including goodwill and all assets present and future including goodwill uncalled Capital by way of fixed or floating charge	do
1975 27 July	27	17th July 75 Legal Mort.	do	do	75 Belingbroke Grove, London SW11 + all fixed + moveable plant machinery fixtures, implements + utensils.	Hill Samuel + Co Ltd

Reserved for Binding

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Unlimited.

(15)

'Page' 2

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